UNITED STATES DISTRICT CDURT
SOUTHERN DISTRICT OF NEW YORK

DOUGLAS JENDRAS,

Plaintiff,

-against
CASE NO. 11
Civ. 5409 (KMK)

ABOVENET, INC.,

Defendant.

One North Broadway white Plains, New York April 2, 2012 10:15 a.m.

DEPOSITION OF WILLIAM LAPERCH

*** CONDENSED TRANSCRIPT ***

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95:638 **11**

UN)TED STATES DISTRECT COURT SOUTHERN DISTRICT OF NEW YORK

DOUGLAS JEADRAS,

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esalogiff,

-agsinst-

CASE NO. 12 (7v. 1409 (RMX)

ASOVENEY, INC...

petendant.

One North Broadway White Claims, New York April 2, 2018 18:25 A.m.

BEPOSESSON OF WILFDAM CAPERCH, & Williams on askalf of the Defendant in the above-captioned matter, seld gurspast to Motice at the Airwa time and place, before a Sotory Politic of the State of New Yor\$.

Sonna Sachnis. Shorthand Reported

COMPLEX NAMES HORTHAND REPORT 2MF

the within peopsition be waived; that such pepositioj, maj de signed and sword te before any offices authoritien to administer on data with the same forte ann effect as it signed and tworn 9 to nefore a Bustille of Inis Lourt. 10 IT IS FUATRIED SEMULATED AND AGREEM 14 12 that all objections, except as to form, are 13 reserved to the time of trial. 14 IT IS FOATHEA STIEGERIED AND AGREEN 15 that the within examination and any corrections 16 17 Therkio ma, de signed Sefore any Notary ≥00hc with thit same force and effect as 8 signed and 18 19 sword to before this Laust. 20 21 22 **2**3 2d 25 LOMPUFIAAH SHOA INAMO REPORTING

IL IS MEACHT STIDOLNYDG AND AGMEER,

u, and between this altorneys it rithe respective

parties nereto, that the seating and thing of

APPEADS nl Es:

KUAZMOH EISERBEOG LOABIN & JEUEO, JIO Attorneys for Plainfill one North Broadway, Suite 1914

urnite Plains, New Yaru 18671 au: Foed p. weinsuein, eso.

lweinstein@uelew.lom

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w LOGGIN and DANA, LLD ntterners for Defenuant Two Stamfor4 Dlaza †# 1 7resser Adulevaro Stamford, Connecticut 06 101

LAWARNIE D. DEIXES, ESD. Mei⊎es@ wiggin enm

AUSO Poesent: Doublas lendras, Plaintill

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WILLIAM LAUFALE.

having been out, sworn b, Donna bucheiu, a Notar, Muhill within and for the Staff gt New york, was examined and testified

as fellows:

00a

EXOMINATION BY MU. WEINSTEIN: os:016 1O

os : o 16 | 1 | 1 Q. State (our name and professional as es.ra 12 adoress for the relions, please.

william CaPortin, 160 namilton Avenue,

7th Floor, while Pisins, hew Yoru 10601. 00:847 14

Good snorning, Ar. Caperlin. My name O. 35:548 IS a ::⇔ 16 is fire4 Weinstein. 3 represent libugids Jendras, 05:17 ST 17 wng's the glaintill in an action pending in the unded State) Osstrict Court for the Southern

Meren 16 56 17 13 **19** District of Hew Miru, against Abovenet, and 5'm

ante **2**0 going to be assing you some questions tollay relation.

an iz sa **21**. to the penaing case.

And in order to ensure that we get as as 17 pg 22

eo 17 az 23 all hazate a reclim as possible, I'm poing to ask you 00 12:24 **24** to oblerve a couple of ground rules hero. One is,

you'll see we have a court reporter gare, who is 20 in 25 **25**

COMPU-TRAN SHDRYRAND REPORTING

COMPU-TA AN SHORTHAND REYOR (ING.

William LaPerch taking down everything Em saying as i'm saying it, and she will be taking down, your answirs in resdonse to the duestions I'm goling to ask yorr. So, in order to ensure that she's able to record what I'm usking you and what you're going to say in response to those opestions, it's important that you wall until I finish the obestion before you answer, and that way she'll be able to distinguish betwien the I wo of us. We tan't sdeak at the same time. And it will also allow your attorney, it he leels it's appropriate, to make an objection if hit feels one is warranted.

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30,17:31

.00:47.73

00:17:41

da:13 44

05:57:48

06:37:53

20:11:54 **10**

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80 M:28 19

00:18:21 20

(M:18:24) 21

00:18:37 22

00:18:38 **23**

to:18.39 24

DE:1841 25

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05.58:46

00.18:47

60:14:47

00:13:89

60:14:50

M:1860

pa : 8:55 12

60 18.00 **13**

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an 29:07 17

JD 1954 19

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œ./sta **21**

vo:⊪e 25

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Second, I'm going to ask you -- again, becaust shi tan only transfuloe what it is will say, that you keep in mind -- as it's very natural as ydu're deing new, to nod -- not to nod, out to answer verbally so she can, again, record an answer.

(1.3) any point in time you don't understand a puestion, please let me know that; I'll try and rephrase it. Otherwise, I'm assume you understand it.

If you ever want to take a oreax for any reason, I have absolutely no problem with that. . The only thing that I'm going to request is that II

COMPU-TRAN SHORYHANO REPORTING

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William LaPerch I'ue arready dosed a puestion, that you answill that

Do you understand that, sir)

yes, 1 do. A.

> Q. Haue you ever been dedost dictione today?

Α. yes. 1 haue.

> Q. On how many of lasions?

Thu ee. A.

Da:1893 10 Q. And I an you tell me what I hose

at casions were? DG*15:20 **11**

ouestion.

Α. SEC investigations.

Q. And when did those SEC investigations.

toke plate? oo :ess₄ †d

> A, 1 don't remember esactly. Approximately the 2004 to '06 time trame.

Q. And were those investigations related to anything you did, or was it related to thi

Laimpany! as 19.13 19.

> A. It was related to the company.

Q. And other than the SEC investigations ...

wii hdrawn.

Were those SEC droceedings of inding in a

count to the Oest of your knowledge?

> I'm not sute. I think they were COMPULIRAN SHORTHAM) REPORTING

William LaPerth

erbitration, but I'm not sure. 30 19:27

have you ever been dedosed in 95 19 29

Loanection with a dending lawsuit? 00 19:30

1 don't know. It was an SEC

Investigation prought forth by some plaintiffs 85 sa 42

agathet the prior company. I don't know it that's 00 10 46

considered a lawsuit or not. DO 3894Y

Okay. So, when you -- the only 9 Q. 00::8:46

depositions you've ever been a witness at, will the 00::9:8> **10**

00::8::00 **11** ones that you've identified as taking diace in

00:19:56 12 Lennettion with these SEC in estigations; is that

00.15:56 13 eorrect?

GO:20:00 14

co:seres 17

De:70 75 **26**

po 50 41

_{03 200} 13

06:21 0x 17

A. That's correct.

Q. And ditor to your deposition today, did 80.20:01 **15**

you review onti docum) n(s1 40.22.05 **16**

> Yes, 1 dld. .. A.

50:25,07 18 O. And can you jell me what those did uments

_{00 20 09} 19 were that you reviewed?

On Filday, we, in preparation for the თთი **20**

∞ 25 H 21 deposition, reviewed doluments that were brought

jorth by coursel thet -- that had to do with this υα 25 (7 **22**

matter. Mostly, emails between and among mysel, and 00:00 PS 23

24 70 to **24** Rajiv Datta an4 Ooug.

And other thad the emails, what other

COMPU-TRAN SHORTHAND REPORTING

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William LaPerch

2 do) uments did you review?

3 Α. Hone. 00 25 30

Q. Old you review onl notes that you took ne **09** a7

at any time relating to this neatter? 5 00 20 DB

ß A. Ho. 00 20 40

Q, The emails that you did look at, were 7 65 26 42

they provided to you by Lounsel, or did you have

them in your own file related to this man er! 05 20 45

00:0049 ID Proulded to ma by toursel. Α.

O. Were they euhiOfts that were marked at

ad 20 69 1**2** the drier depositions?

A. 1 don't know.

ao :a :a 14 Q. And do you recall, as you're sirring

here today, what the substante of those emails will e ne-20 se 15

032103 16 that you've identified?

> A. Yes.

06 21 05 18 Q. What was the substance of those emails?

00 21 07 19 1) was -- II waa some emalis between

Rajlu and Doup, outlining some agreements that were see: 17 20

supposedly put in place on Poug's telecommuting œzei& **21**

arrangement, as well as some ulews on Doug's request 90 21 24 **22**

to be separated from the tempany and tellelue a 90727.95 **23**

package of stock and options. Tust stock. Withdraw 0.2528 24

wg: e2 25 "oplions."

		ument 2	
	9	_	11 Parish
1	William LaPerch	1 1	William I a Perch
05-21 x4 2	Q. And those were the emails that you	GD 23.27 2	A. Ho.
20.21:45 3	retalt rusking at on Friday; is that 4.9ht?	10.21 to 3	Q. Professional fill enses, I shoold say.
302:41 4	A. That's correct.	30:27:00 A	A. 1 de nota:
5	Q. Had you seen those emails before Friday?	00°22°00 S	Q. And can you now tell me the extent of
(0:21:97 6	A. Ho.	00:23:06 6	your work experience sinte obtaining your MBA at
00:21:50 7	Q. So, the first time you had ever seen	£ 56/23.38 7	l olumola in 1981.
00:11:0e 6	those emails dist assing the teleformuling arrangement	D8 25:42 B	A. 1 colained my MBA th 1981. Almost
nt.21 to 9.	as between Aajiu and Ookg was on Friday; is that	09/28.47	immediately upon potaining the MSA, 1 left what was
35:22:53 10	(orrect, sir?	00 23:51 10	then HYHEX, and joined MCI.
se p≥∞z 11	A. The first 5me 1 saw the emails that	00:23:64 11	1 spent Housember of 1999 uhtil October
10:22:04 12	were presented me on Friday, was Friday, yes.	00:29:44 12	o; 1999 at MC1.
29:22:06 13	Q. And would that be true, also, of the	GO.74:U3 13	1 joined what was Metromedia Floer
00:22:0 , 1.4	email exthanges that you looked at relating to the	`sa:34.85 †d	Networks in Isnuary of 2000. They were restructured
00:21 to 15	terms of a separation agreement between Mr. Tendras	60:24.11 15	from May of 2003 until September, 2004. Toecame
00.3315 16	and PopueNet1	:a.*,n 16	tha CEO after the destructuring, and that's a
25.22.15 17	A. I recall seeing them patk at the time	as:24.14 17	position T'ye held since then.
st-22 N 18	when tals all hapdened.	20.342, 18	Q. 50, you get ame CEO of what was known
70.22:1 4 19	Q, So that the distussions relating to a	20:24:20 19	as Metromedia Figer Networks in September of 2004;
102221 20	sedaration datkage you had seem, out the distussion	popt is 20	is that torrect!
302224 21	relating to the terms of a felel usimisting arrangement	⊕14-38 21	A. By September of 2004, the name had
002223 22	you had nut seen; is that tiorrect?	00 Pt.39 22	I hanged to AboyeHet.
00:22:00 23	A, That's correct.	00 24.39 23	Q. When did is belome known as AcoveNet!
00:21:30 24	Q. Other than Mr. Peikes, Or for that	00 74.42 24	A. Upon exiting the bank-uptcy in
ಯಿಸಿಕ್ಕ 25	marter anyone else at the law term of 1919ger & Dana	B074:U 25	Septamos: ol '03 '04.
	COMPU-YRAN SHORYHANO REPORYING		COMPU-TRAN SHORYHANO REPORYING
	ĮĐ		12
1	William LaPerch	1	William I aPerch
00:22:39 2	Inal is alting as your loursel, did you distuss your	110 24.65 2	Q. And drior to Sedtemper of '04, what was
50·22:#1 · 3	deposition with anyone?	GB:24:47 3	your position at its dredecessor tompany, Metromedia
1022:47 4	A. Ho.	100.24.55 4	Finer Networks?
00:22:#i 5	Q. You had no conversations with, for	60:54.58 5	A. 1 was the sentor yP of operations.
00:22:41 6	example, Mr. Sokota relating to this di position	00:54.56 6	Q. And with respect to your prior work
00:22:49 7	loday?	- 60,25.05 7	experiente, was your excertence with MCI also
DO: 01:89 B	A. Ho, nope.	00:54:05 6	related to oderations?
00:2250 9	Q. And you had no tenversations with	30:ZF:00 9	A. It was; operations and engineering.
00.2252 10	anyone else al AboyeNet Letaling to this deposition;	ομ⋅75.00 10	Q. Now, tan you just tell me, if you
20,2256 11	is that corrett?	201 pt 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	l ould, what your responstolities are and have been
00 33 57 12	A. 1 did not.	000sau 12	as CEO of AboveNet?
002/39 13	Q. Sir, can you just lelf me, orrelly, the	∞	A. My primary responsibility is to enhance
05232: 14	extent of your education.	30 Pp 25 14	the yalue for shareholders.
0000sa 15	A. I have a pathetor of stience in	15 x x x x x x x x x x x x x x x x x x x	Q. And your set ondary responsibility?
302396 16	engineering from the United States Military Atademy.	20:25:30 16	A. Secondary responsibility is to ensure
M223:94 17	Q. When did you relieve that?	30 25 32 17	that the company ruhs at a high level of effitiency
30 23.99 16	A. 1971. I have a master's in business	30 25 36 1 B	And and that the all of the operations, and
202334 19	administration from Columbia University.	2075+19	finance and sales components are working efficiently
502514 20	Q. And when did you releive that?	00:24:44 20	together.
50:23:18 21	A. 1987.	30:44:44 21	Q. And does part of your resdons/billty
2500022	Q. Other their the B.S. W. Lngineering and	30.54 ST 22	include supervising the work of others!
23	the MAA, do you hold any hther deglees?	50'25'53 23	A. 1 had 1 have a team of people thel
N02125 24	A. Ho.	anasse 24	deport to me. I supervise thek activides and make
20,2234 25	Q. Do you have any Stenses ut any kind?	oc-2≤ 00 25	sure that they accomplish the topporate objectives
70.22.75	COMPU-YRAN SHORTHAND REPORTING		COMPU-YRAN SHORYHANO REPORYING

were the people that you were going turt with on

COMPU-TRAH SHOR! HANG REPORTING

00 27 59 **25**

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	** Case 1:11*CV-05409-SC*PED_D00	umentz T	7-2 Filed 02/08/13 Page 6 of 95
	William LaPerch	1	Witham LaPerch
maken 2	or an essential mission tritical part of their	00:32:14 2	getting ow fresh-start balence sheet in order and
98:3010 2	Business.	10:52:15 3	ensuring that we could do a pet an audited (asuit
00:30.44 4	Q. 4nd the Lustomers of AboveNet, Lan	30-32,23 d	so that we could do a proper filling of a 10-K. So,
10:30	you identity, without giving you don't have to	10:32:26 5	it took us it took us a while, post bahkruptcy,
63,3024 6	give me the names of the customers, but what kinds	30.52.50 6	to get our house in order from that perspective.
00-20-23 7	of ousinesses utilite AboveNet's servil est	10 3 KHz 7	Q. When, to the best of your knowledge,
00.3435 00.34536 00.34536	A. So, initially, the ousiness was outt	00.31:0 8	did AboyeNet the its first 10-K once it emerged
50.XX 9	on the finance, media, social networking carrier	100 ELA1 B	from oahkruptcy?
2000cm 10	segments. More recently, we've had sut cess in	053343 19	A. 2006 or 107.
30.30.42 11	education, health care and legal segments.	00.32:47 11	Q. And did you have any resdonstrilly
30,30,65 12	Q. And how many employees does AppueNet	1 .	with respect to the content of the filing of that
14 to 14 to 14	have presently1	00:33:53 13	10-K?
DI:SOB1 14	A. Somewhere around 700, including the	00.52:64 14	A, 1 dld.
DI:3033 15	folks in Europe.	00:12:55 15	Q. And what was that responsibility1
75:20 to 16	Q. And how many employees, Il you know,	80:32:67 16	A. We - 1 was responsible for reviewing
az:10:55 17	existed in 2004 when you became a LEO?	10:12.01 17	it and providing whatever input I thought net casery
02:00:00 18	A. 1 ddh't remember.	06.32.63 16	to file a compliant 10-K.
10.500 19	Q. Was it several hondred, to the best of	10.51ne 19	Q. And has that remained your responsibility
50:11:22 20	your knowledge?	20 2500 20	with regard to sul ceeding 10-Ks that have been tiled
107:03 21	A. Yes.	00/11/2 21	oy AbousHet?
ab 71 03 22	Q. Was It less than 100 at that time?	ρο ξέτε 22	A. Yes, It has,
м.н.ая 23	A. Yes, it was less than 700.	00 at 1 p. 23	Q. And has that also been the case with
ю:н:н 24	Q. Its grown!	00/30/36 ZA	regard to any 9-Ks that have been filed by AboveNet
		1	· · · · · · · · · · · · · · · · · · ·
DOI: 4:43	A LITE OFFINIAL	00:33.08 25	with the SEC7
DE pista 25		00.33.08 25	with the SEC? COMPU-TRAN SHORYHANO REPORYING
00: μ:13 23	COMPU-TRAN SHORTHANO REPORTING	90.33.08 25	
00: 4:13 23	COMPÚ-TRAN SHOR7HANO REPORTING	0033.00 25	COMPU-TRAN SHORYHANO REPORYING
•	COMPU-TRAN SHOR7HANO REPOR7ING 16 William LaPerch	00:33:00 25	COMPU-TRAN SHORYHANO REPORYING 2 ь
1 12231:25 2	COMPU-TRAN SHOR7HANO REPOR 7 ING 16 William I aPerch	1	COMPU-TRAN SHORYHANO REPORYING 20 Wilhiam LaPercii
1 phates 2 peates 3	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is AcoveNal a publify traded (ompany? A. Yes.	1 00 23.29 2	COMPU-TRAN SHORYHANO REPORYING Zo Wilhiam LaParcii A. Could you rephrass that?
1 1053125 2 063141 3 003125 d	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is AcoveNal a publify traded (ompany? A. Yes.	. 1 00 33.23 2 05:33:44 3	COMPU-TRAN SHORYHANO REPORYING Zo William LaParcil A. Could you rephrass that? Q. Sule. Aead II oatk.
1 photos 2 constant 3 constant 5 constant 5	COMPU-TRAN SHORTHANO REPORTING 16 William I aPerch Q. Is Acceeding a publitly traded (empany? A. Yes. Q. And how long has it been a publitly	1 00 23.23 2 05:33:44 3 05:33:45 4	COMPU-TRAN SHORYHANO REPORYING 20 William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read)
1 12:31:25 2 2 12:31:43 3 12:31:43 5 12:31:53 5 12:31 5	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is ApoveNal a publitly traded tempany? A. Yes. Q. And how long has it been a publitly traded tempany1	. 1 00 53.53 2 0533344 3 0533345 4 00 5334 5	COMPU-TRAN SHORYHANO REPORYING 20 William LaParcil A. Could you rephrass that? Q. Sule. Aead it oatk. (Question read) A. 1'm the CEO with the company. 1'm
1 1 10:31:25 2 10:31:41 3 10:31:25 d 10:31:25 5 10:31:25 7 10:31:25 7	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is Accepted a publitly traded tempany? A. Yes. Q. And how long has it been a publitly traded tempany? A. May 9th, 2009.	00 23:23 2 2 05:33:44 3 05:23:35 4 00 23:35 5 00:23:35 6	COMPU-TRAN SHORYHANO REPORYING 20 William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. 1'm the CEO with the company. 1'm responsible for anything that gets filed with the
1 12:31:25 2 2 12:31:43 3 12:31:43 5 12:31:53 5 12:31 5	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is Accepted a publitly traded tempany? A. Yes. Q. And how long has it been a publitly traded tempany! A. May 9th, 2009. Q. And prior to May 9th, 2009, was it	1 1 00 23.23 2 2 05.33.44 3 05.23.35 4 00 33.35 6 00.33.35 6 00.33.35 7	COMPU-TRAN SHORYHANO REPORYING 20 William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC.
1 peratres 2 peratres 5 peratres 5 peratres 5 peratres 5 peratres 5 peratres 7 peratres 7 peratres 8 peratres 8	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is Acceeding a publitly traded company? A. Yes. Q. And how long has it been a publitly traded tompany! A. May 9th, 2009. Q. And prior to May 9th, 2009, was it	1 00 23.29 2 0533:44 3 0523:36 4 06 33:36 6 06.33:36 7 06:33:44 8	COMPU-TRAN SHORYHANO REPORTING 20 William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign
1 persists 2 persists 3 consists 5 consists 5 consists 7 consists 7 consists 8	COMPLETRAN SHORTHANO REPORTING 16 William I aPerch Q. Is Accepted a publitly traded Lompany? A. Yes. Q. And how long has it been a publitly traded Lompany! A. May 9th, 2009. Q. And prior to May 9th, 2009, was it better any of the ext hanges? A. Yes.	1 1 00 23.29 2 2 0533:44 3 05-23:45 4 06 33:35 6 06.33:36 7 06:33:44 8 26:33:44 9	COMPU-TRAN SHORYHANO REPORYING William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign a tartifit ation of the accuraty, the Lontont of the
1 1 10:31:25 2 10:31 At 3 10:31:25 5 6 10:21:25 7 10:31:25 8 10:21:22 8 10:21:22 8 10:21:22 8 10:21:22 8 10:21:22 8 10:21:22 8	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is ApoveNal a publitly traded Lompany? A. Yes. Q. And how long has it been a publitly traded tompany! A. May 9th, 2009. Q. And prior to May 9th, 2009, was it listed on any of the ext hanges? A. Yes. 1'd like to just expand a little on	1 1 00 33.29 2 05:33:44 3 05:23:35 4 06:33:35 6 06:33:36 7 06:33:44 8 20:33:44 9 06:33.46 10	COMPU-TRAN SHORYHANO REPORYING William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign a Lartifit ation of the accuraty, the Lontont of the 10-Ks?
1 peratris 2 peratris 3 construit 5 construit 5 construit 5 construit 5 construit 6 construit 10 construit 10 construit 11 construit 12 const	COMPLITRAN SHORTHANO REPORTING 16 William I aPerch Q. Is Acceptal a publitly traded tempany? A. Yes. Q. And how long has it been a publitly traded tempany! A. May 9th, 2009. Q. And prior to May 9th, 2009, was it fisted on any of the ext hanges? A. Yes. 1'd like to just expand a little on "publitly traded." We listed ourselves on the	1 1 00 23.23 2 2 05:33:44 3 4 05 23:35 6 06.33:36 7 06:33:44 8 70:33:44 9 06:33:44 9 06:33:44 10 70 52:47 11	COMPU-TRAN SHORYHANO REPORTING William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign a tartifit ation at the accuraty, the tontent of the 10-Ks? A. I do.
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1 1 12:31:25 2 2 00:31:45 3 00:31:25 5 00:21:25 7 20:31:25 8 20:31:25 11 10:51:36 12 12 10:51:36 14 14 10:51:36 15 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 18 18 18 18 18 18 18 18 18 18 18 18	COMPLITRAN SHORTHANO REPORTING William I aPerch Q. Is Accepted a publitly traded company? A. Yes. Q. And how long has it been a publitly traded company? A. May 9th, 2009. Q. And prior to May 9th, 2009, was it fisted on any of the ext hanges? A. Yes. I'd like to just expand a little on "publitly traded." We listed ourselves on the Hew Tork Stock Eschange on May 9th, 2009. By definition, we ware a public tompany. Prior to that, we were trading on the pink sheets. Q. And when did that start, to the best of yout knowledge? A. Post bankruptcy. Q. So, sometime in 2004? A. Yes. Q. And 6, connection with its status as	1 1 00 23:23 2 2 05:33:44 3 4 05 23:35 6 05:33:35 6 06:33:35 6 06:33:35 10 20:33:44 9 06:33:44 9 06:33:44 11 20:30 47 12 20:33:44 13 06:33:54 16 20:33:54 16 20:33:54 16 20:44:55 17 20:44:55 16 20:44:55 19	COMPU-TRAN SHORYHANO REPORTING William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign a Lartifit alion of the accuraty, the Lontent of the 10-Ks? A. I do. Q. And before you sign that, do you review the 10-K for its acturacy? A. I do. Q. And in signing the 10-K, is it your intent to apprise existing investors and potential investors that the content of the 10-K is attorate? A. It is my intent. Q. Do you know Doug Jendras?
1 1 12:231:25 2 2 10:231:25 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	COMPLITION SHORTHAND REPORTING 16 William LaPerch Q. Is Acceptable a publicly traded company? A. Yes. Q. And how long has it been a publicly traded tompany? A. May 9th, 2009. Q. And prior to May 9th, 2009, was it fisted on any of the ext hanges? A. Yes. I'd like to just expand a little on "publicly traded." We listed ourselves on the Hew 1 ork Slock Eschange on May 9th, 2009. By delinition, we were a public tompany. Prior to that, we were trading on the pink sheets. Q. And when did that start, to the best of yout knowledge? A. Post bankruptcy. Q. So, sometime in 2004? A. Yes. Q. And a tonnection with its status as a public tompany when it emerged from bankruptly,	1 1 00 23.23 2 2 05:33:44 3 4 05 23:35 6 05:33:35 6 05:33:35 10 25:33:44 9 05:33:44 9 05:33:44 11 20:30 47 12 25:32:49 13 05:33:51 10 25:3	William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign a tartifit ation at the accuraty, the tiontent of the 10-Ks? A. I do. Q. And before you sign that, do you review the 10-K for its acturacy? A. I do. Q. And in signing the 10-K, is it your intent to apprise existing investors and potential investors that the content of the 10-K is attorate? A. It is my intent. Q. Do you know Doug Jendras? A. Yes.
1 1 12:31:25 2 2 00:31:45 3 00:31:25 5 00:21:25 7 20:31:25 8 20:31:25 11 10:51:36 12 12 10:51:36 14 14 10:51:36 15 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 10:31:46 18 18 18 18 18 18 18 18 18 18 18 18 18	COMPLITRAN SHORTHANO REPORTING William I aPerch Q. Is Accepted a publitly traded company? A. Yes. Q. And how long has it been a publitly traded company? A. May 9th, 2009. Q. And prior to May 9th, 2009, was it fisted on any of the ext hanges? A. Yes. I'd like to just expand a little on "publitly traded." We listed ourselves on the Hew Tork Stock Eschange on May 9th, 2009. By definition, we ware a public tompany. Prior to that, we were trading on the pink sheets. Q. And when did that start, to the best of yout knowledge? A. Post bankruptcy. Q. So, sometime in 2004? A. Yes. Q. And 6, connection with its status as	1 1 00 23.23 2 2 05:33:44 3 4 05:23:35 6 05:33:35 6 05:33:36 10 05:33:44 9 05:33:44 9 05:33:44 11 20:30:47 12 30:33:47 11 20:30:47 12 30:33:47 15 50:33:54 16 50:33:54 16 50:34:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 17 80:44:54 18 50:44:54 17 80:44:54 19 90:34:54 20 90:34:54 21	William LaParcil A. Could you rephrase that? Q. Sule. Aead it oatk. (Question read) A. I'm the CEO with the company. I'm responsible for anything that gets filed with the SEC. Q. With regard to the 10-Ks, do you sign a tartifit ation of the accuraty, the fontent of the 10-Ks? A. I do. Q. And before you sign that, do you review the 10-K for its acturacy? A. I do. Q. And in signing the 10-K, is it your intent to sportse existing investors and potential investors that the content of the 10-K is attorate? A. It is my intent. Q. Do you know Doug Jendras? A. Yes. Q. How long have you known Mr. Jendras!

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A. We had - 1 don't know the enswer to

COMPU-YRAN SHORYHANO REPORTING

25 that question. We spent three years, post bankruptcy,

00.34:20 24

Q. And what was the nature of your

COMPU-TRAN SHORYMANO REPORTING

89,4429 25 interaction with Mr. Tendras at that time?

**	© Case 1:11 €v-05409-SC PED Doci	ument 2	7-2 Fil@d 02/08/13 @age 7 of 95 %
	21		23
1	William LaPeron	1	William LaPerch
60.342¢ 2	 A. Initially, 1 knew him solitally at MCI. 	00:00-20	Q. Prior to '961'97, had he aiready Geen
DO:44 # 3	ours some period of time, he selleme a part of the	eo-so-te 3	at MC1?
10.51×= 4	oparations learn at MCI and was part of that team up	20:00:00 A	A. Yea.
5	until the point fleft in October of 199.	05-35:50 5	 Q. And you were awase of him, I gather,
30:24:38 6	Q. New, I gather from your response that	03.35 44 €	and his too performance, before you these film to be
10:U-47 7	Mr. lendras was an employee of MCI at the same time	26 35 37 7	your thiel of staff; is that fair to saf?
20:34:44 8	that you were at MC1?	00:3538 8	A. 11's telu lo alay.
06:34:07 9	A, yes.	50:36.W \$	 Q. And did he remain your I hief of staff
08:4447 10	Q. And were you both in operations at MC1?	00 56:47 10	for the duration of your tenure at MCI?
00:4430, 11	A. Wa both ended up in operations. 1	00 30.44 11	A. He did.
00:34%+ 12	think, as 1 said, when 1 initially met 0 aug, he was	00 38:48 12	Q. were you satisfied with his di flormance
00:4467 13	part of a ousiness analysis lears, while h was in	00 20 46 13	in that role?
00:35.01 14	floance.	D 36 49 14	A. Ewaa.
00:39:01 15	Q. And when did Mr. Tendras become part	persona 15	 Q. And you indit ated that at some doint,
16 to:32:03	of the aderations team at MCt, to the best of your	√0°≈51 16	you left MCI; Lorrect?
90:35:00 17	knowledge 1	20.56.56 17	A. Lourect.
ab:22:00 16	A. '96, '91; I don't recall exaltity.	18 140.00	Q. Oid you leave there upluntarily?
05:08:11 19	Q. And at that point in time, you write	வ வ 19	A . Ho,
mitte 20	already involved with operations, yourself, at MC(?)	00 area 20	Q. what happened?
ೲೱಽೱ21	A. 1 was.	00 37 00 21	A. I my supervisor there, a gentleman
00:35:0 22	Q. And were you in tharge of oditations at	30·3710 22	named form Bosley, and I did not get along.
00:29:00 23	that point	00:37:12 23	Mr. Boalay desided that in the new MCT Worldtom
00:55:0 24	A. I had useying levels of responsibility	60:37:18 24	enuli Anment, 1 was no longer needed; so, he
10.15:45 25	oh a geographii oasa. Sy the time 1 left MCI, I was	00 3Y-22 25	lærminaled me.
	COMPU-YRAN SHORTHANO REPORYING	ļ	COMPU-YRAN SHORTHANO REPORTING
9 .	22		2d
3	William LaPerch	1	William LaPerch
00:3528 2	responsible for the antire U.S. Sul 1 started out	00-17-22 2	Q. And when was that, sir?
00:35:31 3	In the northeast, and I had had moved to an east	00 57.39 3	A. October of '99.
00:35:93 4	loest (esponsiolity) then, it moved to a nationwide	00 97,26 4	Q. And did he give a reason for
0.34:35 D	responsibility. Q. Oid Mr. fendras report to you when hi	00 37 10 5	lerminalina you?
10:16:27 D	,	2 pg:37 do 6	A. Yes.
00:05:39 (Del ame part ol the oderations team?	60-57:51 7	Q. What was the reason that he gare?
0035.40	A. To the cost of my recollection, he	op:>> so 8	A. Treft a meeting early in Chillapo the
003544 ⊉ 003447 1D	was he teported to me as my, soit of, thief of	00 32 00 9	prior monta,
	Staff.	00 p) as 1D	Q. And after you were terminated, you
∞v∞d 11 ∞∞s t 12	Q. And what were his responsibility is as your thief of staff?	30 5) 45 11	then, as I recall in your testimony, inditiated you
		an-⊖ si 12	staned working at an entity talled Metromedia Fiper
	,,,	ыл н 13	Networks; torrel 1?
90 15 10 14	lenteled around the proper reporting end measurement	80.37:s0 TA	A. 1 started there fanuary of 2000.
ພາສາ 15 ພາສາ 16	of the organization, important metrits from a	00 37 57 15	Q. So, there was a relatively short deried
06:36.08 1 6	lustomer point of utew, nom a service-level	ac 34.00 16	where you, I gother, were lookind to; work, before
06/36:00 17	agreement point of utew. He was in charge of my	30 x3-03 17	you went ud there?
:0::0:11 16	ouogats. Stuff like that.	00:10 m 16	A. That's tortect.
20 may 19	Q. And dist you select him to be your	∞>∞ 16	Q. Now, dld Mr. fendras (uin you at
∞∞n 20 2+	I hiel of staff?	00:38:11 20	Motromedia Fiber Networks?
ທ≫:• 21 ສ ະສະ ວາ	A. I did.	por:10:15 21	A. He did.
	Q. And when did you do that, sir?	00 38.45 22	Q. Did you ask him to join you at
∞ ≅ige-€.3	A. When ha took the job.	50 Se 76 23	Metromedia Fiber Helworks?
00 10 to 24	Q. When was that, it you remember?	:0·10·11 24	A. 1 dīd.
∞ 16 17 24 ∞ 46 10 25	A. I think, somewhere allound '96 or '87. COMPU-YRAN SHORTHAND REPORTING	10:12:41 24 10:10:72 25	A. 1 drd. Q. So, it would be fair to say that he

100 	14.4	Case 1:11-cv-05409-SC-PED Doc	ument	27-2 Filed	02/08/13 Page 8 of 95
	1	William I aPorch	Ì	ı	William LaPert h
08:38:25		hat he had at that point at MCI, II	3540.16	2 Q.	And did his roll, expand over time at
0€ 36 29	•	4etromedia Fiber Net∞t r×1?	\$ \$ 00 40 21	3 Metrornedia	a Fiber Networks?
06-34-4	4 A.	No.) 1 90 45 21	4 A.	1) changed.
	5 Q.	rVas he il rminated at MI 1?	j 00 40 22	5 Q.	In what way did it thouge!
М 26.38	6 A.	Ho,	50 40 24	6 A.	Wall, Malromedia Fiber Networks betame
00 76 90	7 Q.	Oid he ouit his job?	74 40 25	7 adistress	ad Lompany, and it went from sort of an
05:39:38	8 A.	Yes,			coom Lempany Le a company that was
05 38:40	9 Q.	On you know when he out his (o0?	W 45.73		ghling for survival. Doug was asked to
	o A,	After 1 left.		_	in the finance learn during that period of
	1 Q.	And do you know why hij doit his tob?	20/40/42 1		
	2 A.	He out his joo, belause he didn't like	20 40 42		When vias that, so?
		termination was handled.	10 40 43 H		2001 12002; somewhere in there.
	d Q.	And how did you betome aware of this?	ال ومن وي		And what was your titre at that point
	5 A.	fte shared with me a letter that he	30 45 51 Ti	_	And what was you this at that point
	-	unio Ecoers.	20 40 51 1		1 was senior VP of operations.
			20 62 56 1		And what were Ooug's role with respect
,	7 Q.	And that letter was written surnedidtrily	3140 SE T		staning in 20d1?
	_	re terminated?			
	9 A.	Shortly after, right.	20 40 10 2		To the cest of my el offection, it was
	10 Q.	And how soon after his tetter to	204701 2	_	au to a previous role he had at MC1, which
		lid you ektend an invitation to nirn to	cu + .05 2		ess analysis, and that function is looking
		omedia FiOar Helwurks?	50 4°.10 2		eals that come in to make sute they make
	3 A.	Well, he left MCT perore 1 started at	30 to 14 2		
		a Fiber Networks.	an 41 12 2	_	And did that remain his role until the
00:19 14 2		Now, you say you started Metromedia	GU 41 18 🙎	s illing of the	control years supply that a second two
		COMPU-YRAN SHORTHANO REPORTING			COMPU-YRAN SHORYHANO REPORTING
4		⊼6 Whliam La <i>Per</i> ch		1	28 Wikiam La <i>Perc</i> h
	1 1 Fig (1-b			, , ,	t'm not sure when when that role
DS 20 CU	_	ks. Old I misualderstand yus ur yuu	B34171	2 A. 3 ended.	Thing sole wilen when that role
ab 19 29	3 withdrawn.	Old an about the entire Materialia			And what was his title at the point in
ûə 19 44	d E 5:0- N-1	Old you start the entity, Metrurnedia	I .	4 Q. Esimeshakk	
05 38 36	5 FiOer Netwo				letrom) dia Fiber Networks tiled a detition
02 18 36	6 A.	1 did not.		i o∣bankrupi z a	<u>'</u>
Qc 19.37	7 Q.	Okay. You were hired by on existing		7 A.	1 den't vecatt.
úc un cu		that torrel IT		9 Q.	And did he remain with this tuility when
VS:18 \$1	9 A.	That's correct.	30.4141		Trom bankrudtöy?
	ъ Q,	And it was atter you were hired, that	Worth II		Redid.
	_ *	out to Mr. Jendras II. join you at	Man I		And what was his zitle at the point to
00:30:39 1		Fiber Networks; is that turrett?	greet li		letromedia Fiber HI tworks emi roel- Irom
00 2047 1		As soon as 1 was able to proture a			
	d haad-louni	• •	annu la		1 think by then he had tome calk to
00:0946 1	_	And for what position Gid you tirt	20 (1 (4)		sand was working tor me again assort of
		at Mitromedia Fiber Networks?	02.42°V H		staff in the operations role.
00 5650 T		Initially, to do some of the same stuft	69 12 67 1	_	How long was the ontkrupttu?
DC 30 54 1	ß that he wa	s doing for me at MCI.	8542 Vo 11		May 15 months.
		And for the return, per year interate	W4232 15	_	Do you retail when it was filed?
20 10 AV 1		aff was that he was riging for year at	Source 24		May of 2003. September of '0A,
	D what that st		Survey 2"	tQ.	And do you recall what Mr. Tendras'
			1.4		
∞ _{19**} 2		A lot of general staff work.	EUR 2	2 Talle was wh	nen the Lomdany Cet ame AppueNet?
00 15**+ 2 80 40*00 2	1 MCI? 2 A.	A lot of general staff work. a Floer Nelworka was in the protess of		_	·
00 15**+ 2 80 40*00 2	1 MCI? 2 A. 3 Metromedia	- · · · · · · · · · · · · · · · · · · ·	E 0 × 2	A.	nen the Lomdany Cet ame AppueNet?
66 15*** 2 80 40*** 2 24 10*** 2	1 MCI? 2 A. 3 Metromedia d ouilding an	Floer Nelworka was in the protess of	e o ≈ 23 o o ≈ 23	A, I Q.	nen the Lomdany Cetame AppueNet? Ho.
66 15% 2 80 46% 2 20 46% 2 20 46% 2	1 MCI? 2 A. 3 Metromedia d ouilding an 5 dastription	a Floer Nelworka was in the protess of operations team; so, you know, the joo	20 m	A. I Q. Impre utan	nen the Lomdany Cet ame AppueNet? Ho. And you indicated that he retormed

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William LaPerch
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A. When we came out of bankropicy, the CSQ of the company during bankropicy left. I became the interim CEO. I was made the permanent CEO in lanuary of — rollowing the bankropicy. At that point in time when I put the organization together, ooug had responsibility for operations.

Q. Now, you said January. Was that January of 2005?

A. '04,

Q. 164. It? tan just go back a second.

You inditated, I believe, that the Lompany emerged from Oankruptcy in September or 200d.

Old you become interim CEO before it emerged from bahkruptcy?

A. Ho.

Q. 50--

A. 1, actually -- 1'muethinking, You know, 1 may have the dates a year off. We went in, in Moy of 2002 and came out in September of '03. So, those are the dates. 1 became the CEO, permehent CEO, in January of '04.

Q. And it was at that point in time that Mt. Tendras became head of operations?

COMPU-TRAN SHORTHAND REPORTING

William LaParch

9034539 2 Q. And that drocess involved, for want of 903539 3 a better word, installations throughout the country?

A. Yes, n did.

Q. And those installations ultimately
 yield revenue to AboveNet; is thet correlt?

A. That's correct.

Q. And separate and apart from operations,

matri. 9 was a sales group for AbqueHel, as well; correct?

A, Correct,

00:x0:19 11 Q. And what was the relationshid, if any,

ω_{30.24} 12 between the sales learn and the oderations learn?

90:48:27 13 A. The sales team sold; the operations 40:46:29 14 team installed.

0040:33 **15 Q.** So, there was -- it doesn't sound like 10:10:00 **16** There was a relationship, pased on the answer you

66:6:2€ 17 just gave.

A. Well, the relationship was that during the sales process, the sales team was required to frequently check with operations to make sure that makes 21 in was yiable to build things. They would that k with operations to get an assessment of the cost to build. And that was often a very important part of whether or not we would sign a contract and do a

COMPU-TRAN SHORYHANO REPORTING

32

William LaPerch

A. 1 gave him responsibility for the operations team, yes.

Q. And when you spy you gave him responsibility, was he the head of oberations at that point in time!

A. Yes.

Q. What was his thirt

 A. Senley yP of operations, co the cest of my recollection.

Q. And what were his responsibilities as senior VP or operations?

A. To supervise and manage the operating teams in the various markets that were deployed around the U.S. They were comprised mostly of project menogers that installed revenue to: us after a tustomer signed up for — with contracts with us.

Q, When you say installed revehue, you're referring to, I assume, the fiberddin cable?

A. The lustomer signed a Lontract to our service from us; and it required — it required some building construction or some equipment to be installed. Doug's team had droject managers and supervisors that managed that process through outside uenders to completion.

COMPU-TRAN SHORYHANO REPORYING

William LaPerch

03.49.58 2 Q: That would interm the satespeople what 35.49.52 3 the cost of doing ousiness would be with the

∞ ssor 4 partitular tustomer?

deal.

A. That's correct.

ns 4658 B Q. And thet, in turn, determined wriether

ை 7 there was potential to make a drofft; is that

was **8** lorrect?

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00:46:67

8 A. That's correct.

now 10 Q. Now, you inditated that you reviewed

201629 11 Mr. Tendrais' performantle as the head of operations.

ಉಳಿತು 12 7hat began ih 200%; is that correct?

A. 1 don't anderstand what you mean by,

watu 14 seviewed his performance.

1034:35 15 Q. Well, I think you testified, eartier,

анки 16 there were certain emdiayees who were direct reports

66 6649 17 to you; I or rect?

ல-க:ம 18 A. Yes.

to say 18 Q. And one dil them was Mr. Jehdras;

10.4644 29 | 10ffect?

species 21 A. Thai's correct.

Nowe 22 Q. And it was those direct teports, as Now 23 you've thereacterized them, who you reviewed on an

жиеж 24 arvival Oasis: correct?

A. 1 wrota an Annual Review on those

COMPU-7RRN SHORYHANO REPORYING

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#age 29 to 31 of 195

00:16:51 **25**

A of 94 sheets

	Case 1:11-€v-05409-SC PED Docu	ment	27	-2 Filed 02/08/13 Page 10 of 95
	33		_	15
1	William LaPext A		1	William I aPerl n
w46.52 2	torka. We interacted on a daily assis as to how	00 49 19	2	Mr. Jendras' performance?
00:44.67 3	things were going, in my ulew at how they were	ub 49 70	3	A, Yes,
00.4659 4	gaina.	Uŋ 49.01	d	Q. And Afrecting your arrention to the
o 65 5	Q. And one of those ≀ndividuals who you	CO:49:78	5	third-to-last page of this Colument, is that your
20 47 5: 6	reviewed was Mr. Tendras; Larrect?	20:49:30	6	signalure above (I-z line inditated as, "Supervisor"!
20 47 08 7	A. Correct.	50,45.03	7	A, Yes.
00 47 05 8	Q. And in tennection with that review,	30,4974	B	Q. How, redirecting yliur attention to the
00.4707 9	pid you prepare something in writing ഇനുമന്നാള jour	00 09 44	B	first page of this dotument, you wrate the comments
OS:+7 s0 10	assessment or Mr. fendras' performance?	03 49:11		in the sdate below the what is fisted as the
05 at 22 11	MA. PÉIKES: Pojection to the form.	00 49.38		first guestion?
GD 4713 12	Go ahead, yau can answer.	00 \$0.50		A. Yes.
_{3047:18} 13	A. The way that appraisate and reviews	00 00:00		Q. And so, you wrote these words
00:67:79 14	were done as I was the CEO is, we would take the	90-3C:05		soet thaty in the set and sertence. "He," meaning
DO:47 Z6 15	sorporate objectives. At the paginning of the year,	30 55 07		obug lendras, "is an exceditional leader, who is
03:47.77 16	t would ask each of my direct reports how they	00.55:1		त् sults-priented, chartsmatk, and follused on maxing
05:41:00 17	intend to support thase corporate objectives. They	UC 50 15		tur tampany woneerful." Your words; correct?
GD 47:52 16	would come up with the supporting sub-objectives to	81 Út CO		A, "tompant suitessiul," it saya.
Q1 D055800	the torpotete objectives. At the end of the year,	gy 30 ya		Q. ("I sau i) again. You wrote the
10:47:38 20	I would ask for a sall-assesoment on now they did	DE DE 90	20	words, "ite is an exteptional leader, who is results-
00:4747 21	againa) meeting those objectives. And there was	gn quiye	_	orient) d, Unarismatic, and footsed on making our
00:47.49 22	additional input on the appleisar form linal that	50.35.50		company successivi;" (orrect?
024781 23	t overed some readarable and management t haracteristiss	30 59:29		A. Correct.
₀₃ 47:90 2 d	that I filled out.	30:52/2P	24	Q. Those were ylur words?
00.47:27 25	Q. So, you would prepare countril nis	3000000	25	A. Yes.
	COMPULYRAH SHORYHANO REAOR I IHG	<u> </u>		COMPU-YRAH SHORYHANO REPORYING
	34			36
1	William LaPerch		١	William I aPerl n
₀₅₄₉ 01 2	regarding feadershid and managem) of intits forms:	00/50/41	2	Q. And you also wrote in this same box
DO 46 d4 3	is that forect, sir?	00 gg <u>18</u>	3	that, "Poug is also a trustee advisor to the CEO."
00 48-55 4	A. Yes.	uo-\$q- ti	d	That would've been you at that point in
00:40:35 5	Q. I'm going to show you a ool ument that	00:00:47	5	time?
00×10:17 5	was marved at a drior dedosition as Oh intiffs'	90:50:M	6	A. Ves.
20:00.24 7	Euhibil 2 and asy you to taxe a look at tital.	60:50:48	7	Q. And you inditated in that full sentence,
30:14.25 8	(Mandriig) I I'm going to ask you some questions about	00:30:30	8	Topug is also a Gusted advisor to the CEO when it
_			-	
30143 27 👂	that dolument.	79:50 B4	5	tomesho setting the strategit direttion of the
10 at 44 20	that dolument. A. Should Tiead it1	i	5	
		00:50 64	5	tomesho setting the strategil direttion of the
Water 10	A. Should 1 lead it1	00:50 84 00:50 88	5 10 11	tomesho setting the strategil direttion of the company." Again, you'r words; to rect? A. Yes. Q. Now, you've inditated that the
10 marker 10	A. Should 1 lead ii1 Q. well, I don't yes, if you wont to.	99:50 84 90:50 58 99:61 80	5 10 11 12	tomesho setting the strategil direction of the company." Again, your words; toprect? A. Yes. Q. Now, you've inditated that the assessments that you made with Risdelt to employe!
10 46 75 10 10 46 73 11 10 46 73 12	A. Should filead itf Q. well, I don't yes, if you wont to. I'm going to dirett your ahentien to various	90:50 64 90:50 58 90:51 80 90:51 60	5 10 11 12 13	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resident to employed performance as to those employees you reviewed, rad
00 46 73 12 00 46 73 12 00 46 73 13	A. Should T text it? Q. well, I don't yes, if you wont to. I'm going to dirett your ahentien to various of moonents.	00:50 6A 00:50 6B 00:51 80 00:51 68 00:51 68	5 10 11 12 13 14	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resident to employed performance as to those employees you reviewed, had some dearing as to whether these dimployees relieized
MEAN TO MEAN TO 10 MEAN TO 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	A. Should T lead it? Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. okay.	90:50 5A 90:50 5K 90:51 80 90:51 62 90:51 80	5 10 11 12 13 14 15	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resident to employed performance as to those employees you reviewed, rad
10 10 10 10 10 10 10 10 10 10 10 10 10 1	A. Should filead itf Q. well, I don't yes, if you want to. I'm going to dirett your ahentien to various of moonents. A. olday. Q. But I'm going to ast you, bosh,	5 70:56 64 9 20 50 5K 90:51 80 90:51 62 80:51 60 90:51 69	5 10 11 12 13 14 15 16	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resident to employed performance as to those employees you reviewed, had some dearing as to whether these dimployees relieized
MARTE 10 MARTE 11 00 40 23 12 00 40 23 13 00 40 27 14 00 46 39 15 00 46 39 16	A. Should filead itf Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. olkay. Q. But I'm going to ast you, lively, whether you retognize this dotument once you've hap	20:50 84 20:50 86 20:51 80 20:51 80 20:51 62 80:51 50 00:51 44	5 10 11 12 13 14 15 16 17	tomesho setting the strategil direction of the company." Again, your words: toprect? A. Yes. Q. Now, you've inditated that the assessments that you made with residely to employed performance as to those employees you reviewed, had some bearing as to whether these dimployees releived a merit increase in the examing year; is that torren? A. It was part of the equation, yea.
00 46 39 16 00 46 39 16	A. Should filead itf Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. o kay. Q. But I'm going to ast you, tirst, whether you retognize this dotument once you've had an opportunity to soow at it.	20/50 6A 20/50 6B 20/50 4B 20/50 4B 20/50 4B 20/50 4B 20/50 4B 20/50 4B 20/50 4B	5 10 11 12 13 14 15 16 17 18	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resident to employed performance as to those employees you reviewed, had some dearing as to whether these amologies relieved a merit increase in the evaluing year; is that torren?
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00 44 75 10 00 46 73 17 1 00 46 73 17 2 00 46 73 17 14 00 46 37 18 00 46 37 18 10 43 42 17 10 43 46 18 10 43 40 19 10 43 40 19 10 43 40 19	A. Should filead itf Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. o kay. Q. But I'm going to ast you, krel; whether you retognize this dolument once you've had an opportunity to scou at it. (witness peruses awlibit) A. Yea, first ognize this document.	00:50 84 00:50 88 00:51 80 00:51 80 00:51 90 00:51 90 00:51 90 00:51 90 00:51 90 00:51 90	5 10 11 12 13 14 15 16 17 18 19 20	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resdet to employel performance as to those employees you reviewed, had some bearing as to whether these dispoyees releived a merit increase in the elisuing year; is that torren? A. It was part of the equation, yea. Q. And do you relia!! whether you
00 46 73 1 1 1 00 46 73 1 1 2 00 46 73 1 1 4 00 46 73 1 1 5 00 46 73 1 1 6 1 6 1 6 1 6 1 6 1 6 1 6 1 6 1 6	A. Should flead itf Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. o kay. Q. But I'm going to ast you, lirst; whether you relogate this dotument once you've had an opportunity to scou at it. (Witness peruses exhibit) A. Yea, first ognize this document. Q. Can you identify it, oft ase? A. It's an appraisal that I wrots on boug	20050 84 20050 86 20050 80 20051 80 20051 80 00 51 90 00 51 16 00 51 16 00 51 16 00 51 16	5 10 11 12 13 14 15 16 17 18 19 20 21	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resident to employed performance as to those employees you reviewed, had some dearing as to whether these amployees releived a merit increase in the existing year; is that torren? A. It was part of the equation, yea. Q. And do you relast whether you recommended that Mr. Jendras reestive a merit.
00 44 75 10 00 46 73 12 00 46 73 12 00 46 73 14 00 46 73 15 00 46 73 16 10 43 42 17 10 43 46 16 10 49 47 19 10 49 07 20 10 49 07 21	A. Should filead iff Q. well, I don't yes, if you wont to. I'm going to direft your ahention to various of moonents. A. o kay. Q. But I'm going to ast you, lirst, whether you retognize this dolument once you've had an opportunity to scou at it. (witness peruses exhibit) A. Yea, first ognize this document. Q. Can you identify it, oft ase? A. It's an appraisat that I wrots on Doug fendraa in 2004. I wrots it in 2005, and it covered	00:50 84 00:50 86 00:51 80 00:51 80 00:51 90 00:51 91 00:51 16 00:51 16 00:51 16 00:51 16 00:51 16	5 10 11 12 13 14 15 16 17 18 19 20 21 22	tomesho setting the strategil direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resdet to employel performance as to those employees you reviewed, had some bearing as to whether these disobyees releived a merit increase in the elisating year; is that torren? A. It was part of the equation, yea. Q. And do you retail whether you recommended that Mr. Jendras reesing a merit increase after you provided this evaluation of his
06 44 75 10 06 45 71 11 00 45 71 12 00 45 71 14 00 45 71 14 00 45 71 18 10 43 42 17 10 43 45 18 10 49 41 19 10 49 01 20 10 49 07 21 22 23	A. Should flead itf Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. o kay. Q. But I'm going to ast you, lirst; whether you relogate this dotument once you've had an opportunity to scou at it. (Witness peruses exhibit) A. Yea, first ognize this document. Q. Can you identify it, oft ase? A. It's an appraisal that I wrots on boug	00:50 84 00:50 86 00:51 80 00:51 80 00:51 90 00:51 90 00:51 90 00:51 90 00:51 90 00:51 20 00:51 20	5 10 11 12 13 14 15 16 17 18 19 20 21 22 23	tomes10 setting the strategit direction of the company." Again, your words; to rect? A. Yes. Q. Now, you've inditated that the assessments that you made with resdet to employel performance as to those employees you reviewed, had some bearing as to whether these dimployees reteived a merit increase in the evisuing year; is that torren? A. It was part of the equation, tea. Q. And do you retail whether you recommended that Mr. Jendras reesive a merit increase after you provided this evaluation of his performance in 10041
00-48-78 10 00-48-73 12 00-48-73 12 00-48-73 14 00-48-73 15 00-48-73 16 00-48-73 16 00-48-73 16 00-48-73 16 00-48-73 16 00-48-73 16 00-48-73 21 00-48-73 21 00-48	A. Should Tlead it? Q. well, I don't yes, if you wont to. I'm going to dirett your ahention to various of moonents. A. okay. Q. But I'm going to ast you, last, whether you relogate this dotument once you've had an opportunity to 'cou' at it. (Witness peruses ext.ion) A. Yea, Tiret ognixe this document. Q. Can you identify it, oft ase? A. It's an appraisal that I wrote on Doug tendras in 2004. I wrote it in 2005, and it covered his 2004 performance. Q. And were the platentints you made in	00 51 50 00 51 50 00 51 50 00 51 50 00 51 50 00 51 16 00 51 16 00 51 16 00 51 16 00 51 20 00 51 21 00 51 20 00 51 20	5 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24	tomesho setting the strategil direction of the company." Again, your words: toprect? A. Yes. Q. Now, polive incitated that the assessments that you made with residely to employed performance as to those employees you reviewed, had some dearing as to whether these dimployees releived a merit increase in the elisuing year; is that torren? A. It was part of the equation, yea. Q. And do you reliable whether you recommended that Mr. Jendras reeside a merit increase after you provided this evaluation of his performance in 10041 A. I don't recall 2004, special ally.
06 48 78 10 06 48 73 11 00 48 73 12 00 48 73 14 00 48 73 15 00 48 73 18 10 43 42 17 10 43 46 18 10 49 47 19 10 49 07 20 10 49 07 21 22 23	A. Should flead itf Q. well, I don't yes, if you wont to. I'm going to direft your ahention to various of moonents. A. okay. Q. But I'm going to ast you, larsh, whether you retognize this dotument once you've had an opportunity to 'cou' at it. (Witness peruses exhibit) A. Yea, firet ognixe this document. Q. Can you identify it, oft ase? A. It's an appraisal that I wrots on doug fendras in 2004. I wrots it in 2005, and it covered his 2004 performance. Q. And were the platentints you made in	00:50 084 00:50 08 00:51 00 00	5 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24	tomesho setting the strategit direction of the company." Again, your words; to prect? A. Yes. Q. Now, poolve inditated that the assessments that you made with resdet to employel performance as to those employees you reviewed, had some bearing as to whether these disolves releived a merit increase in the elisating year; is that torren? A. It was part of the equation, tea. Q. And do you retail whether you recommended that Mr. Jendras reesting a merit increase after you provided this evaluation of his performance in 10tiff A. I don't recall 2004, special ally. Q. Let me see if I had refresh your

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<u> </u> :	ı	William LaPerch		ı	William LaPerch
00:51.51	2	You can put this in the pile there, and	40-54 QB	2	was marked at a previous deposition as Plaintilf's 3.
:00:51.U	3	we'll retrieve it later.	50:U 13	3	This, Too, Is entitled "Employee Action Form."
: :00:5 <u>1.55</u>	d	A. (Witness complies)	50.U 13	4	(Witness peruses exhibit)
	5	Q. I'm going to show you a document that	og U jr	5	Is that your signature on the Oottom
00-51-58	6	was previously marked at a depoSition as PraintirEs	SU 24 10	6	of the page?
·00-92-62	7	Exhibit 4, and it's a document entitled "ApoveNet,	20 24 30	Ţ	A. It is.
- pa-pa as	a	Inc. Employee Action Form." And it says, "Effective	co-U 20	8	Q. And does this, in lact, memorialize a
- 05.52-10	9	date: Sr.J. (2000." And it has the name "Qoug Jendras"	54 U 23	9	merit increase recommended by you for Mr. Jendras,
00:03-56	10	on it.	50:24 Z7	ΙÜ	effective June 1, 2005?
00.52 %	11	Oo you recognize any of the signatures	20:03:29	П	A. It does.
00.52*16	12	on this document?	50.U 50	12	Q. And so, Mr. Jendras' salary was
00.52.86	13	(Witness peruses exhibit r	Ø0 U 33	13	increased on your recommendation from 225,000, to
-05/62-96		A. I recognize my signature under "5EP."	on this	14	\$236,250; is that correct, sir?
00.52.25		Q. And there's a relevence to Mr. Jendras'	50:54 43	15	A. That's correct.
00 52:28	16	existing annual salary; correct?	ეც է I 45	16	Q. Oo you recall the sum and substance of
: - 08:0L1:50		A. Correct.	ag-U 51	17	your review of Mr. Jendras' performance in the year
08 52.50	18	Q. And then, there's a reference to a new	oc-Use	18	20057
06.52.33		annual salary; correct?	50-LL p7		A, Nd.
: 05/62.38		A. Correct.	30-\$5 gg		Q. I'm going to show you a document
08.52 sq		Q. And the existing salary is listed al	00:99 07		previously marked as PlainJiff's Exhibit S at a
00.5246	22	195,000. The new annual sarary is reflected as	30-\$614	22	prior deposition. And it's enlitled "Employee
: -08:52:45	23	225,000.	QU:50.17	23	Performance Evaluation Form - 2005." And I want to
· · 08.62 48	2đ	Oid this memorialize a merit increase	G0:\$5.87	20	direct your attention to the second-to-last page,
08.52 (J		that you were approving for Mr. Jendras effective	00-55:24	25	please.
		COMPU-TRAN SHORTHANO REPORTING			COMPU-TRAN SHORTHANO REPORTING
44	<u> </u>	3 8			40
	'	Wällfam LaPerch		1	William LaPerch
100.92 64	2	May 1, 2004?	05-58:40	2	Ques that contain your signature
05:52 05	3	A. Yes.	00 ≝.€	3	apove the signature line designated
00.52 57	đ	Q. And you can oul that in the pire.	DQ 50 40	4	"Supervisor"?
00:53-02	5	A. (Witness complies)	05 50-50	5	(Witness peruses ekhibit)
00.53-03	6	Q. Old you also, after your review of	00 ≤ }·40	6	A. Yes.
00.53/06	7	Hr. Jendras' performance in the year 2004 as	05 3046	7	Q. And was this, in lact, your assessment
03:53 <0	8	reflected in Plainliff's Exhibit 2, make a similar	00 20/40	8	of Mr. Jendras' performance in the year 2005?
D0.53 TE	8	recommendation relating to a merit increase in	50 30 00	9	(Witness peruses exhibit)
00:53:48	10	Mr. Jendras' compensation for 2005?	00 50 0 Z	ΙŲ	A. Yes.
00.51-25	11	A. The	OC 555 133	П	Q. And are these your words located below
00.53130	12	(Withess peruses ekhiluts) The	at:56.68	12	the space designated in response to criteria number
50.51.97	IJ	merit increase is usually associated with the	30:56·94	13	one?
00:53 45	Jd	employment with the appraisal; however, there	30.55 14	Ιđ	A. I'm porry. Where is that?
by.58.61	16	appears to be a period of time I'm not sure	20:56 16	15	Q. Olrecting you to the first page
ಹ∙ಭ:ಆ	16	why it was effective SFt. Merit increases are	20:56:18	16	A. Gdt it, yep.
99:51:49	17	usually effective 3r15, for an appraisal.	00 56:1 8		Q. Those are your words; cortect?
\$0.53:41	18	Q. ntarch ISIh?	05 56 31	19	A. Yes.
90 59.U	19	A. Right.	05 567 5	19	Q. And you write in the box below what is
00 57 55	20	Q. Oo you recall whether a ment increase	00 56:24	Zυ	designated as the lirst criteria for evaluation,
(Z/53 5 6 2	z I	was recommended by You for Mr. Jendras in 2005?	00 56 28 2	21	"Doug had an excellent year in 2005. He took on
02	32	A, Nd,	te \$6.33 d	22	significantly more responsibility and conseduently,
08	ŽЭ	Q. No, you don't remember?	30 Se 38	2]	had a much larger impact upon the success of our
055401	2 d	A. Nd, I don't remember. Sorry.	30 Se #2 2	24	company."
œUgz (35	Q. J'n) going to Show you a document that	20 5% 61 4	25	What were the increased responsibilities
		COMPU-TRAN SHORTHANO REPORTING			COMPU-TRAN SHORTHANO REPORTING
****		DOLLLOG AM Page 17 In			IC of 94 chests

98-	*** Case 1:11-cv-05409-SC-PED Docu	mënt	27	_ :
	4 t William LaPerch			43 Wii∏am LaPerch
20.55;44 2	assumed by Mr. Jendras in 20057	00:02:24	2	Intrease Memorandom to the Employee Personner Five."
20:56:48 3	A. I don't recall specifically.	05:59:24	3	(Handing)
90:86:51 d	Q. Do you have any general reconection?	05:59:27	d	Are you lamiliar with this document?
		00 59 29	5	(Wigness peruses exhibit)
05-56:U 6	· · · · · · · · · · · · · · · · · · ·	D0 5p.28	9	A. I'm not lamillar with this specific
00.57-52 7	contracts, increased people, thoreased sales. I	00 50 32	_	document, no,
92:57:45 8	don't recati any specific organizational changes	30-59 (3	_	Q. Have You ever seen a document like this
05-59:xe 9	that we made that year, buy there could've been.	\$0 50 24	9	before?
00-p2-st 10		60-59.24	. •	A. I have.
05,p2-ca 1	readership style is effective and creates both	90-59:50		Q. Is this typically what was utilized
00 p) so 12		cq-59;52		as for the purpose of memorializing a recommended
00:8722 13		03 59:45		merit increase?
00:5724 Id	_	UC-58 46	Id	A. Yes.
_{00:57:26} 15	_	00 5P.AT		Q. And you're noted on this document as
₀₀₋₅₇₋₃₇ 16	this response to criteria one, "In summary, Doug	-		the supervisor for Mr. lendras; correct?
00:87:30 17	was an essential part of our success in 2005. Mis	60:82482	17	A. Correct.
30-57947 18	ability to grow and learn, along with his great	90:58:52	_	Q. And there's a reflection in this
05:27:30	leadership, was very evident."	00 52:s a	19	document that, effective March 2, 2806, Mr. Jendras
05 87:53 2 0	What was the basis for that statement	01 40 20	20	would receive a merit increase of \$12,900 over his
00 07:94 2 J	that you made regarding his leadership?	01 90 96	21	previous annual rate of \$236,25P; correct?
00:57: 95 22	A. We were a company that had recently	05:00:10	22	A. Correct.
D0:54:05 23	emerged from bankruptcy. We had a lot of chatlenges	01:00:10	23	Q. Anp that would have been on the basis
01:58:94 Z d	in terms of getting ourselves back in getting	e1:0 0 :11	24	of a recommendation made by you, er?
01:54·10 25	ourselvas back in rook-forward momentum and having	01.20:14	25	A. Correct.
	COMPU-TRAN SHORTHAND REPORTING			COMPU-TRAN SHORTHAND REPORTING
4		********		
	42			44
T,	42 William LaPerch		ı	44 William LaPeron
μ 0ε sq.11 Z		os:00.15	1 2	
	William LaPerch	0×:00:15 01:05:17	1 2 3	William LaPeron
∞	William LaPerch success in the marketplace, and Coug was part of	!	1 2 3 d	William LePeron Q. And before this merit increase took
00:56:54 3 00:56:6 d	William LaPerch success in the marketplace, and Ooug was part of that.	Q1:05 17	-	William LePeron Q. And before this merit increase look effect, would you have been asked to comment on a
00-56.34 3 00-56:4 d 00-U-19 5	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied	01:05:17 01:06:24	đ	William LePerch Q. And before this merit increase took effect, would you have been asked to comment on a proposed ment increase?
00-56.34 3 00-56.54 d 00-U sp 5 00-U sp 6	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct?	01:05:17 01:06:24 01:05:21	d 5	William LePeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom?
00:56:54 3 00:56:54 d 00:41:59 5 00:41:27 6	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisTied with his performance in 2005; correct? A. I was.	01:05:17 01:06:24 01:05:23 01:00:27	5 6	William LaPeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a
00-56.34 3 00-56.54 d 00-41.59 5 00-41.29 6 00-41.29 7 20-30 97 8	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a mericine rease	01:05:21 01:05:23 01:00:27 01:00:27	5 6 7	William LePerch Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were
00-56.34 3 00:56.54 d 00-41.59 5 00:41.59 6 00:42.59 7 30:30.57 8 30:50.57 9	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of	01:05:17 01:06:24 01:05:23 01:00:27 01:00:00 01:00:00	5 6 7 8	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports?
00-56.34 3 00:56.55 d 00-41.59 5 00:41.27 6 00:40.27 7 30:30.27 8 30:30.27 8 30:30.27 9 50:30.23 10	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of his performance in 2005?	01:05:17 01:06:24 01:05:23 01:00:27 01:00:27 01:00:38	5 6 7 8 9	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas.
00-56.34 3 00-56.56 d 00-41.59 5 00-41.59 6 00-42.59 7 50-50.57 8 50-50.57 8 50-50.57 9 60-50.50 10	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a mericine rease for Mr. Jendras on the Dasis of your assessment of his performance in 2005? A. Isn't that what you arready showed me	01:08:17 01:06:24 01:05:23 01:00:27 01:00:00 01:08:34 01:08:35	5 6 7 8 9	William LaPeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yes. Q. And would you note on that spreadsheet
00-56.34 3 00-56.54 d 00-11.59 6 00-11.59 6 00-10.59 7 00-10.59 8 00-10.59 10 00-10.59 11 00-10.59 12	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet?	01:05:17 01:05:24 01:05:21 01:00:27 01:00:34 01:05:34 01:00:44	5 6 7 8 9 10 11	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on
00-56.34 3 00:56.55 d 00-U.59 5 00:U.27 6 20:39 y 7 20:39 y 8 20:29 y 10 20:29 11 20:26 20 12	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006,	01:05:17 01:06:24 01:05:23 01:00:27 01:00:00 01:00:03 91:00:35 01:00:41	5 6 7 8 9 10 11 12 13	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase?
00-56.34 3 00-56.56 d 00-41.59 6 00-41.59 6 00-42.59 7 50-50.57 8 50-50.57 9 60-50.52 1 00-56.50 12 00-56.50 12 00-56.40 13	**William LaPerch **success in the marketplace, and Oou§ was part of that. **Q.** It's rain to say you were satisfied with his performance in 2005; correct? **A.** I was. **Q.** And did you recommend a merit increase for Mr. lendras on the basis of your assessment of his performance in 2005? **A.** Isn't that what you arready showed me on that sheet? **Q.** I am asking you now whether in 2006, there was a merit increase based on your assessment.	01:05:17 01:05:24 01:05:23 01:00:27 01:00:37 01:00:38 01:00:35 01:00:44 01:00:42	5 6 7 8 9 10 11 12 13 14	William LaPeron Q. And before this merit increase took effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of
00-56.34 3 00-56.34 d 00-11 sp 6 00-11 sp 6 00-12 sp 7 10-10 sp 10 10-10 sp 11	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that her been	01:05:17 01:05:21 01:05:21 01:00:27 01:00:34 01:00:34 01:00:35 01:00:42 01:00:42 01:00:42	5 6 7 8 9 10 11 12 13 14	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance.
00-56.34 3 00-56.54 d 00-11 sp 6 00-11 sp 6 00-12 sp 7 10-10 sp 10 10-10 sp 11	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that had been concluded when you prepared your review?	01:05:17 01:06:23 01:05:23 01:00:27 31:00:00 01:00:35 01:00:35 01:00:42 01:00:42 01:00:42 01:00:45 01:00:45	5 6 7 8 9 10 11 12 13 14 16 19	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance. Q. And in the case of Mr. Jendras, you
00-56.34 3 00-56.56 d 00-41.95 6 00-41.95 6 00-42.97 8 00-50.97 9 00-50.95 10 00-56.05 12 00-56.05 12 00-56.05 12 00-56.05 13 00-56.05 13 00-56.05 13	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a meric increase for Mr. Jendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that had been concluded when you prepared your review? A. I don't recall.	01:05:17 01:06:24 01:00:27 01:00:27 01:00:03 01:00:35 01:00:35 01:00:41 01:00:41 01:00:42 01:00:45 01:00:45 01:00:45	5 6 7 8 9 10 11 12 13 14 16 19 17	William LaPeron Q. And before this merit increase look effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance. Q. And in the case of Mr. Jendras, you recommended that he receive an increase of \$12,000
00-56.34 3 00-56.34 d 00-11 sp 6 00-11 sp 6 00-12 sp 7 10-10 sp 10 10-10 sp 11	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. lendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that her been concluded when you prepared your review? A. I don't recall. Q. I'm going to show you a document that	01:05:17 01:05:21 01:05:21 01:00:27 01:00:00 01:00:34 01:00:35 01:00:42 01:00:42 01:00:42 01:00:42 01:00:42 01:00:42 01:00:42 01:00:42	5 6 7 8 9 10 11 12 13 14 16 19 17 18	William LaPeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance. Q. And in the case of Mr. Jendras, you recommended that he receive an increase of \$12,000 based on that criteria; is that cortect, sir?
00-56.34 3 00-56.34 0 00-11 19 6 00-11 19 6 00-10 19 7 10-10 19 9 10-10 19 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19 19 10-10 19	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a merit increase for Mr. Jendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that had been concluded when you prepared your review? A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Praintiff's	01:05:17 01:06:24 01:05:23 01:00:27 31:00:00 01:05:35 01:05:35 01:00:41 01:00:41 01:00:42 01:00:42 01:00:45 01:00:45 01:00:46	5 6 7 8 9 IU II 2 I3 I4 I6 I9 I7 I8	William LaPeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance. Q. And in the case of Mr. Jendras, you recommended that he receive an increase of \$12,000 based on that criteria; is that correct, sir? A. That'p what this document says,
00-56.34 3 00-56.56 d 00-41.59 6 00-41.59 6 00-42.59 7 50-50.59 10 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 13 00-56.30 13 00-56.30 13 00-56.30 13 00-56.30 13	William LaPerch success in the marketplace, and Ooug was part of that. Q. It's rain to say you were satisfied with his performance in 2005; correct? A. I was. Q. And did you recommend a meric increase for Mr. lendras on the basis of your assessment of his performance in 2005? A. Isn't that what you arready showed me on that sheet? Q. I am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that had been concluded when you prepared your review? A. I den't recall. Q. I'm going to show you a document that was marked at a prior deposition as Praintiff's exhibit 8. (Handing)	01:05:17 01:06:24 01:00:27 31:00:00 01:00:38 01:00:36 01:00:35 01:00:41 01:00:41 01:00:42 01:00:44 01:00:45 01:00:45 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46 01:00:46	5 6 7 8 9 U I I Z I 3 I 4 I 6 I 9 I 7 I 8 19 Z U	William LaPeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance. Q. And in the case of Mr. Jendras, you recommended that he receive an increase of \$12,000 based on that criteria; is that cortect, sir? A. That'p what this document says. Q. I show you a document that was
00-56.34 3 00-56.56 d 00-41.59 6 00-41.59 6 00-42.59 7 50-50.59 10 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 12 00-56.30 13 00-56.30 13 00-56.30 13 00-56.30 13 00-56.30 13	**William LaPerch **success in the marketplace, and Ooug was part of that. **Q. It's rain to say you were satisfied with his performance in 2005; correct? **A. I was.** **Q. And did you recommend a merit increase for Mr. lendras on the basis of your assessment of his performance in 2005? **A. Isn't that what you arready aboved me on that sheet? **Q. It am asking you now whether in 2006, there was a merit increase based on your assessment of his performance in the year 2005 that her been concluded when you prepared your review? **A. I don't recall.** **Q. I'm going to show you a document that was marked at a prior deposition as Praintiff's Exhibit 8. (Handing) **And if you could just add the other**	01:05:17 01:06:23 01:05:23 01:00:27 01:00:33 01:00:35 01:00:35 01:00:43 01:00:43 01:00:44 01:30:53 01:30:53 01:30:53 01:30:53 01:30:53 01:30:53 01:30:53	5 6 7 8 9 10 11 2 13 14 16 9 17 18 9 20 1	William LaPeron Q. And before this merit increase rook effect, would you have been asked to comment on a proposed ment increase? A. To whom? Q. Were you, for example, given a spreadsheet with the names of employees who you were responsible for as your direct reports? A. Yas. Q. And would you note on that spreadsheet your recommendation as to salary increase based on merit increase? A. Salary increase based on attainment of company objectives and individual performance. Q. And in the case of Mr. Jendras, you recommended that he receive an increase of \$12,000 based on that criteria; is that correct, sir? A. That'p what this document says, Q. I show you a document that was previously marked as Pieintiff's Exhibit 6 at a
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	1	THE STATE OF CHANGE	}	l Willism LaPerch
01/2+.90	2	Q. And what is this document?	E 2: 103 H3 2	Q. And you'n note that in the areas for
01 01.5)	3	A. It's an Employee Performance Evaluation	1 թու ա յու :	3 evaluation, there are categories - unsatisfactory,
31 03-64	ď	form for 2006 for boug lendras,	er U:sa (d - Беюw expectation, meets expectation, (Ind exceeds
	5	The state of the s	010040	5 expectation; correct?
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01.02.28		A. I don't know. There's no name on it.	01 04 37 Id	- The in total there are now many, and
00 02 90		Q. You don't know whether you uid it or someone else did it?	0-01-0 15	
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Ι.	20	Q. Okay. So, you're saying you're not entirely sure if this is Mr. Jendras' evaluation?	0:01:56 19	
51:01 43		A. Wan, there's no name on it.	7 m.sr 20	- The table extent that there were, by
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01-90:02 61-90:09 01-92:00 02:00 ray 01-90:19 01-90:19 01-90:21 01-90:21 01-90:21 01-90:22 01-90:28 01-90:28 01-90:28 01-90:34	3 4 5 6 7 8 9 0 1 2 3 4 5 6 7 8	production, and this is what was presented to us as the performance evaluation for Mr. Jendras. Oo you have any reason to think than this is not what it purports to be? A. No. Q. Were you asked to look at your documents to see if you had any responsive occuments to our request? A. I was. Q. Oid you look to see whether you had copies or prior evaluations for Mr. Jenuras' performance? A. I dtd. Q. And so, if you had any documents performance, you provided it to your counser?	01 02 30 3 01 05 37 0 01 05 39 6 01 05 59 6 01 05 41 8 01 05 41 8 01 05 41 8 01 05 41 10 01 05 50 11 01 05 05 11 01 05 05 15 01 06 15 01 06 15	William LaPerch Q. Now, just as a point of reference, t'm looking at this document, and I'm prepared to acknowledge if t'm wrong. I see three categories that are listed as meets expectation. Oo you agree with me? A. I do. Q. So, that there were really eight categories where Mr. Jendras' performance was deemed to exceed expectations and three where it was deemed to meet expectations; correct? A. Correct. Q. Now, subsequent to your evaluation or Mr. lendras' performance for 2006, were you caned upon to make an assessment whether Mr. lendras was deserving or a merit increase? A. Yes,
01-00:02 61-00:09 61-02:00 02:01-23 01-00:19 01-00:19 01-00:19 01-00:29 01-00:20 01-00:	3 d 5 6 7 8 9 U I 2 3 4 5 6 7 8 9	production, and this is what was presented to us as the performance evaluation for Mr. Jendras. Oo you have any reason to think than this is not what it purports to be? A. No. Q. Were you asked to look at your documents to see if you had any responsive occuments to our request? A. I was. Q. Oid you look to see whether you had copies or prior evaluations for Mr. Jenuras' performance? A. I dtd. Q. And so, if you had any documents pertaining to an evaluation of Mr. Jendras' performance, you provided it to your counsel? A. I did.	01 02 30 3 01.05.27 01 01.05.27 0 01.05.29 6 01.05.29 6 01.05.41 8 01.05.41 8 01.05.41 8 01.05.41 10 0	William LaPerch Q. Now, just as a point of reference, t'm looking at this document, and I'm prepared to acknowledge if t'm wrong. I see three categories that are listed as meets expectation. Oo you agree with me? A. I do. Q. So, that there were really eight categories where Mr. Jendras' performance was deemed to exceed expectations and three where it was deemed to meet expectations; correct? A. Correct. Q. Now, subsequent to your evaluation of Mr. Jendras' performance for 2006, were you called upon to make an assessment whether Mr. Jendras was deserving or a merit increase? A. Yes. Q. Oo you recall what your recommendation was?
01/00/02 01/00/09 01/02/00 02/01/03 01/03/19 01/03/04 01/03/	3 0 5 6 7 8 9 0 1 2 3 4 5 6 7 8 9 0	production, and this is what was presented to us as the performance evaluation for Mr. Jendras. Oo you have any reason to think than this is not what it purports to be? A. No. Q. Were you asked to look at your documents to see if you had any responsive occuments to our request? A. I was. Q. Oid you look to see whether you had copies or prior evaluations for Mr. Jenuras' performance? A. I dtd. Q. And so, if you had any documents pertaining to an evaluation of Mr. Jendras' performance, you provided it to your counser? A. I did. Q. And would your file have included the	01 02 30 3 61.05.27 dd 01 62 30 6 7 7 21 25 41 8 21 25 42 25 42 25 25 25 25 25 25 25 25 25 25 25 25 25	William LaPerch Q. Now, just as a point of reference, t'm looking at this document, and I'm prepared to acknowledge if t'm wrong. I see three categories that are listed as meets expectation. Oo you agree with me? A. I do. Q. So, that there were really eight categories where Mr. Jendras' performance was deemed to exceed expectations and three where it was deemed to meet expectations; correct? A. Correct. Q. Now, subsequent to your evaluation or Mr. lendras' performance for 2006, were you caned upon to make an assessment whether Mr. lendras was deserving or a merit increase? A. Yes. Q. Oo you recall what your recommendation was? A. No.
01-50:62 61-02-69 01-02-90 02-02-92 01-02-13 01-02-19 01-02-21 01-02-21 01-02-22 01-02-23 01-02-24 01-02-	3 0 5 6 7 8 9 0 1 2 3 4 5 6 7 8 9 0	production, and this is what was presented to us as the performance evaluation for Mr. Jendras. Oo you have any reason to think than this is not what it purports to be? A. No. Q. Were you asked to look at your documents to see if you had any responsive occuments to our request? A. I was. Q. Oid you look to see whether you had copies or prior evaluations for Mr. Jenuras' performance? A. I dtd. Q. And so, if you had any uccuments performance, you provided it to your counser? A. I did. Q. And would your his have included the annual — copies or the Annual Reviews or nerformance.	01 02 30 3 01.05.27 0 01.05.27 0 01.05.29 6 21.05.41 8 01.05.41 8 01.05.41 8 01.05.41 10 21.05.41 11 01.05.41 12 01.05.41 13 21.05.65 15 01.05.11 16 01.05.25 17 25.06.15 18 21.06.16 19 25.06.16 20	William LaPerch Q. Now, just as a point of reference, t'm looking at this document, and I'm prepared to acknowledge if t'm wrong. I see three categories that are listed as meets expectation. Oo you agree with me? A. I do. Q. So, that there were really eight categories where Mr. Jendras' performance was deemed to exceed expectations and three where it was deemed to meet expectations; correct? A. Correct. Q. Now, subsequent to your evaluation of Mr. Jendras' performance for 2006, were you caned upon to make an assessment whether Mr. Jendras was deserving or a merit increase? A. Yes. Q. Oo you recall what your recommendation was? A. No. Q. Okay. If you would out that back,
01-50:62 61-02-69 01-02-90 02-02-92 01-02-13 01-02-19 01-02-21 01-02-21 01-02-22 01-02-23 01-02-24 01-02-	3 0 5 6 7 8 9 0 1 2 3 4 5 6 7 8 9 0	production, and this is what was presented to us as the performance evaluation for Mr. Jendras. Oo you have any reason to think than this is not what it purports to be? A. No. Q. Were you asked to look at your documents to see if you had any responsive occuments to our request? A. I was. Q. Oid you look to see whether you had copies or prior evaluations for Mr. Jenuras' performance? A. I dtd. Q. And so, if you had any documents pertaining to an evaluation of Mr. Jendras' performance, you provided it to your counsel? A. I did. Q. And would your hie have included the annual — copies or the Annual Reviews or nerformance by Mr. Jendras, intluding 2006?	01 02 30 3 01 05 37 0 01 05 39 6 01 05 59 6 01 05 59 6 01 05 59 10 01 05 41 8 01 05 41 8 01 05 42 10 01 05 55 11 0	William LaPerch Q. Now, just as a point of reference, t'm looking at this document, and I'm prepared to acknowledge if t'm wrong. I see three categories that are listed as meets expectation. On you agree with me? A. I do. Q. So, that there were really eight categories where Mr. Jendras' performance was deemed to exceed expectations and three where it was deemed to meet expectations; correct? A. Correct. Q. Now, subsequent to your evaluation or Mr. Jendras' performance for 2006, were you called upon to make an assessment whether Mr. Jendras was deserving or a ment increase? A. Yes, Q. Oo you recall what your recommendation was? A. No. Q. Okay. If you would out that back, please.
01-50:62 61-02-69 01-02-90 02-02-92 01-02-13 01-02-19 01-02-21 01-02-21 01-02-22 01-02-23 01-02-24 01-02-	3 4 5 6 7 8 9 0 1 2 3 4 5 6 7 8 9 0 1 2 3	production, and this is what was presented to us as- the performance evaluation for Mr. Jendras. Oo you have any reason to think than this is not what it purports to be? A. No. Q. Were you asked to look at your documents to see if you had any responsive occuments to our request? A. I was. Q. Oid you rook to see whether you had codies or prior evaluations for Mr. Jenuras' performance? A. I dtd. Q. And so, if you had any documents pertaining to an evaluation of Mr. Jendras' performance, you provided it to your counser? A. I did. Q. And would your hie have included the annual — copies or the Annual Reviews of nerformance by Mr. Jendras, including 2006? A. No.	01 02 30 3 01 05 37 0 01 05 59 6 01 05 59 6 01 05 59 6 01 05 59 10 01 05 41 7 01 05 41 8 01 05 42 10 01 05 61 11 01 05 13 01 06 61 15 01 07 11 16 01 07 15 18 01 15 19 01 15 1	William LaPerch Q. Now, just as a point of reference, t'm looking at this document, and I'm prepared to acknowledge if t'm wrong. I see three categories that are listed as meets expectation. Oo you agree with me? A. I do. Q. So, that there were really eight categories where Mr. Jendras' performance was deemed to exceed expectations and three where it was deemed to meet expectations; correct? A. Correct. Q. Now, subsequent to your evaluation of Mr. Jendras' performance for 2006, were you caned upon to make an assessment whether Mr. Jendras was deserving or a merit increase? A. Yes. Q. Oo you recall what your recommendation was? A. No. Q. Okay. If you would out that back,

Thal's correct.

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was marked at a prior detrosition as Plaintiff's

57 Willfam LaPerch William LaPerch 01 05:29 2 tixhibit 9, and that occurrent is entitled "Merit 2 an opinion as to whether it would be approved or not 01 CBW5 D1 05 sa Increase Memorandum to the Employee Personner File," 3 D: QB 48 approyed; is that correct? đ and it lists Qouglas Jendras, his ritie, his đ 31.08.48 I think that's incorrect. I have to go 5 department, and it lists you as his supervisor. back and check, but I think we gave it to them for 5 61.00 53 6 61-00-02 This was a document produced by your attorneys. 8 informational purposes. You know, they did not 01 58:57 7 diae U Do you ret agnize it? 7 approve or disapprove, as a metter of record, these 01 CB 05 01 **(8** 56 Yes, I recopnize the document. H sarary increases. 95 ub ce And what is it, sir? O. 01.08-07 Would the board of directors approve or 21 05 58 IU A. It's a merit increase for boughas d1-92-19 1U disapprove a proposed merit increase? 25·02·04 Jendras for his performance effective March, 2pd7. 01 00:11 **| 11** A. Not to my reconection. e1:07.06 **12** And it indicates there was an annual m 69:14 12 Q. tl the individual who was receiving a merit increase of \$14,89\$, effective March 1, 200\$, G1:07:05 13 merit increase was an officer or the company, would 2=083T **|3** 01:07:16 Jd over its prior annya) rate of \$248,250; correct? the board of directors be asked to approve the 01:06:20 14 B1 07:22 16 It was effortive March t, tpo7, not 61.50:23 15 proposed increase? an er sø 16 2005. neces 16 A. I don't recall. 00:0726 17 Okay. If I misspoke, I approgize. D1 08:27 | **17** If an officer of the company received a 61:07.27 J& Elfective March 1, 20077 51 DB 31 | IB ment increase, would it be disclosed in the outlice 91/97:30 **18** Correct. living with the SEC? erau,u 19 01:07:30 **20** Q. And this was the end result of a 01:58:35 **20** Α. Yes, tt would. 21 DT 42 2 1 recommendation you made, sir? 01,09,37 21 O. And that public bling, as you've 05.07 DP 22 Д, Yes. 01.0942 22 indicated, if it was presented to the SEC, it would ar:a/:aa **23** Q. And you made that recommendation after 01:08:46 23 be something that you had already reviewed prior to you had reviewed his performance for the year 2006; 01:97:44 Zd arca se 24 che filing; is that correct? 01 67:12 25 is that correct? 01 09.51 25 Α. Yes. COMPU-TRAN SHORTHAND REPORTING COMPU-TRAN SHORTHAND REPORTING 5P 52 William LaPerch Whilam LaPerch Z Mis performance and the company Α. 01/37/se Z Q. I show you a document that was marked 01 69-52 3 objectives. 01 6748 3 as Praintiff's Exhibit 7 at a prior deposition, and 54-15-17 d Q. And was the procedure similar to the đ ilis a uocumeni entitieò "Employee Performance 91:19.21 5 one you described in the earlier year, where you Evaluation Form - 1007," and reflects the name of 01 10:24 were given a spreadsheet for the employees who were \$1-07-67 Ooug Jendras. It reflects your name as the reviewer 94 : **0**-34 direct reports to you, and you would make a 41-c/-**48** and 2007 as the review period. 99 10 35 R recommendation? от ожел On you recognise this document? 01.10.59 01:46:01 01::0.sa (Witness pervses exhibit) other to ID Q. And would that recommendation then be 01 10 42 10 Based on my signature on the last page, submitted to the board of directors for their 11 2001 IA 🕕 yes, I do. assessment and review or to the Compensation a m⋅m 12 G1:15:14 1Z And just since you mentioned it, the 01.08.11 13 Committee? 61 (147 **13** last page that cuntains your signature -- is that maker Id A. 70 the Compensation Committee. It 05 11 19 14 Your signature above the signature line that's 01.06:15 **15** would be reviewed -- it would be submitted to them. a 1121 | 15 identified as "SupervisorrReviewer"? ими 16 for their information and discussion. 011120 16 Α. e1 05:30 J 7 O. And what would they do with that un 21:24 17 Q. And can you tell me what this dolument a> 045 25 | B information? 21 ngr 18 is, prease? 19 Α. If they saw any need to discuss it. 61 12:30 19 Α. It's Coug Iendras' Employee Performance Zυ chev would. жин **29** Evaluation for 2007. 21 Q. And would they approve it? 01 1: 30 **Z J** And in woking at the document, are you Α. I can't recalt one they didn't approve. able to tell me whether this is a lavorable review antia 22

01.9842 25

Q.

But my duestion reany was: Did they

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actually approve -- whether or not they rejected a

recommendation, the point is that they would render

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es n. 47. 2d

21 V 80 25

or not?

А.

review, yes.

I think it's generative a lavorative

	Case 1:11-cv-05409-SC-PFD Docu	ment 27	′-2 File 02/08/13 Page 15 of 95
	53		55
	William La Perch	'	William LaPerch
Gh:1a:pt	Q. And redirecting your attention to the	01:04:38 2	. A. Yes.
0H:37:50	and the second s	05:14:40 3	Q. And this reflects an increase (or
61:13/tb	and the manage bade on and the test in the	0514.u 4	Mr. Jendras in the amount of \$16,855 to a new annual
•		Gin452 5	salary of 280,000; correct?
aneres (the earlier evaluation of unsalislactory, below	d1:14:55 6	A. Correct.
21:12:56 7	ekpectation, meets expectation, and exceeds	01:35:50 7	 Was this lecrease based on a
2F:17 39 B	The state of the s	0: 7469 8	recommendation that you had made?
101;1223 \$	A. Correct.	98:19:06 B	A. I don't recall.
01:12D1 1U	Q. And the categories that are listed in	91:15:02 TO	Q. Would this change have taken place
mistaa (1.1	this document are Ethics and Integrity, Compliance	01:14:29	
01:126:12	with Internal Controls, Technical Skillr)00	01:t0:10 12	A. I dan't know.
n:032 13	Knowledge, Communication Skills, Quality,	01:55:84 13	Q. There's a relerence here in the email
es:1235 4	QuantityrProductivity, Planning and Organizing Work,	or take Id	
eniger 15	Attendance, Integration Into Work Unit, Supervisory	onne in 15	
он:150 18	Skills and 7eam Bullding; correct?	e1:19:27 16	
01:32:49 17	A. Correct.	1	board minutes approving these increases."
D1:1150 18	Q. And each and every one pl these areas	D4 28/33 1/8	Oo You see That There?
81:1 Z42 19		D.1524 19	
at:17:55 20		04:15:1J 20	
ec.11:00. Z1	2007 ekceeds expectations; correct?	01:16:56 21	salary Increase reflected in Ms. Chang's email?
at 13:as 22		01.3530 22	A. I don't recall.
01.53,26 23		37:174) 23	
01:13:12 24		onisa 24	
DE:13:15 .25		01:15:45 25	
	COMPU-TRAN SHORTHAND REPORTING	01:75:45 #40	A. Thet's true.
	Tem Continue to the temperature of the temperature		
	S. C.	ļ	COMPU-TRAN SHORTHAND REPORTING
.	54		58
t t	William LaPerch	1	58 <i>Willia</i> m La <i>Parc</i> h
рэт 5н 2	William LaPerch Mr. Isndrase	J 01:15:48 Z	58 <i>Willia</i> m La <i>P</i> erch Q. Okay, 1 show you a document that was
D::13:17 3	William LaPerch Mr. 18ndrase A. I ddn't recall,	01:9653 3	58 William LaParch Q. Okay. I show you a document that was previously marked as Plaintiff's Ekhluit I 3 at a
93:13:17 3 \$1:11 :28 4	William LaPerch Mr. isndrasp A. I don't recall, Q. I'm going to show you a document that	01:HESE 3	58 William LaParch Q. Okay, I show you a document that was previously marked as PlaIntiff's Ekhluit I 3 at a prior deposition. (Handlhg) This document is
93:13:17 3 41:11 28 4 91:58:06 5	William LaPerch Mr. Isndrasp A. I sidn't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's	01:9653 3 05:16:08 4 01:18:11 5	William LaParch Q. Okay, I show you a document that was previously marked as Plaintiff's Ekhluit I 3 at a prior deposition. (Handing) This document is entitled "Employee Annual Performance Appraisal -
93:13:17 3 41:11:128 4 01:53:46 5 01:17:14 6	Millain LaPerch Mr. 18ndrasp A. I don't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit IV. (Handing) And this, too, is a document	01:9853 3 05:16:08 4 01:18:11 5 01:18:16 6.	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (ffandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras
93:13:17 3 41:14:28 4 01:52:38 5 01:72:4 6 05:72:47 7	Millain LaPerch Mr. Isndrasp A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhlult 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a	010658 3 0716.00 4 0108.11 5 0108.15 6 04 46:18 7	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Handling) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the
98:13:17 3 4:11:128 4 01:13:16 5 01:17:14 6 05:13:47 7 01:13:68 8	Millain LaPerch Mr. Isndrasp A. I don't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reducest for production. And it reflects an amail	01:96:53 3 05:16:08 4 01:18:11 5 01:18:16 6 04:16:18 7 07:16:21 8	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (frandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer.
98:19:17 3 41:11 128 4 61:52:48 5 61:52:48 6 65:52:47 7 61:112:68 8 61:34:98 8	Millain LaPerch Mr. Isndrasp A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail — what appears to be an email from Sheila Chang to	01:06:23 3 05:16:08 4 01:18:11 5 01:16:16 6 04:16:18 7 07:15:21 8 01:16:23 9	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Mandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the
9813917 3 6111 128 4 0115286 5 01177386 6 05.45AF 7 0111868 8 0118688 8	Millain LaPerch Mr. Isndrasp A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit IV. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail — what appears to be an email from Sheila Chang to you, Sill LaPerch; and Rob Sokdta; is that correct,	01:9623 3 01:16.98 4 01:18.11 5 01:16:16 6 04:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit I3 at a prior deposition. (Handlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you
95.13-17 3 4 4 4 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6	Millain LaPerch Mr. Isndrasp A. I don't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reducest for production. And it reflects an amail — what appears to be an email from Sheila Chang to you, Sill LaPerch; and Rob Sokdta; is that correct, sir?	01:06:23 3 05:16:08 4 01:18:11 5 01:18:16 6 04:16:18 7 07:16:21 8 01:16:23 9 01:16:23 10 01:16:23 10	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Mandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the
9513417 3 5111128 4 011528 5 011728 6 011728 6 011728 8 011748 8 011748 1 011749 1 011749 1	Mr. isndrasp. A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail what appears to be an email from Sheila Chang to you, Sill LaPerch; and Rob Sokdta; is that correct, sir? A. That's correct.	01:9623 3 01:16:00 4 01:18:11 5 01:16:16 6 04:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Mandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit)
95:13:17 3 4 4 5 6 6 6 6 7 7 6 6 6 6 6 7 7 6 6 6 6 6 6	Millain LaPerch Mr. Isndrasp A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhlult IV. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail what appears to be an email from Sheila Chang to you, gill LaPerch; and Rob Sokota; is that correct, sir? A. That's correct. Q. And who is Shella Chang?	01:06:23 3 05:16:08 4 01:18:11 5 01:18:16 6 04:16:18 7 07:16:21 8 01:16:23 9 01:16:23 10 01:16:23 10	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Mandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature.
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9513417 3 5111328 4 014328 5 014328 6 014328 8 014328 8 014328 10 014328 10 014328 12 014328 12 014428 12 014428 13 014428 13 014428 13 014428 13	Millain LaPerch Mr. Isndrase A. I don't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, gill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of humant resources. Q. And do you recall receiving this email	01:96:23 3 05:16:08 4 01:18:11 5 01:36:16 6 04:56:18 7 07:36:21 8 07:36:21 9 01:36:25 10 01:56:27 11 05:76:27 12 01:36:28 13	William LaParch Q. Okay. I show you a document that was previously marked as Plaintiff's Ekhluit 13 at a prior deposition. (Handing) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature.
9800407 3 6101428 4 6101428 5 6101428 6 6240407 7 6010488 8 610408 10 610408 12 610408 12 610408 13 610408 16 610408 16 610408 17 610408 17 610408 18	Millain LaPerch Mr. Isndrase A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit IV. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, gill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of human resdurces. Q. And do you recall receiving this email from Mg. Chang on September 12th, 2008?	01:26:23 3 05:16:08 4 01:18:11 5 01:36:16 6 04:66:18 7 07:36:21 8 01:36:23 9 01:36:25 10 01:26:27 11 02:76:27 12 01:36:26 13 01:36:27 14	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Mandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature. Q. And can you identify this document,
98:13:17 3 4 401:18:28 5 01:17:28 6 05:15:28 8 05:15:28 10 01:18:28 10 01:18:28 11 01:18:28 12 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13	Millain LaPerch A. I don't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, Sill LaPerch; and Rob Sokdta; is that correct, sir? A. That's correct. Q. And who is Shella Chang? A. Oirector of humact residurces. Q. And do you recall receiving this email from Mo. Chang on September 12th, 2008? A. No.	01:16:23 3 05:16:08 4 01:18:11 5 01:16:16 6 01:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10 01:5:27 11 05:76:27 12 01:16:26 13 01:36:35 1d 01:78:30 15	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (Mandlhg) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature. Q. And can you identify this document, sir?
98:13:17 3 4 401:18:28 5 01:17:28 6 05:15:28 8 05:15:28 10 01:18:28 10 01:18:28 11 01:18:28 12 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13 01:18:28 13	Millain LaPerch Mr. Isndrase A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit IV. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, gill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of human resdurces. Q. And do you recall receiving this email from Mg. Chang on September 12th, 2008?	01:16:23 3 05:16:08 4 01:18:11 5 01:16:16 6 04:16:18 7 07:15:21 8 01:16:23 9 01:16:23 10 01:26:27 11 02:76:27 12 01:16:24 13 01:26:37 10 01:26:37 10	William LaParch Q. Okay. I show you a document that was previously marked as Plaintiff's Ekhluit 13 at a prior deposition. (Handing) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature. Q. And can you identify this document, sir? A. It's the Employee Annual Performance
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9803417 3 4 4014828 5 0147348 6 05.4347 7 0514888 8 913488 10 413488 12 051418 13 051418 14 051418 15 051418 17 051418 18 051418 18	Millain LaPerch Mr. Isndrase A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit Io. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, gill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of humact residurces. Q. And do you recall receiving this email from Mg. Chang on September 12th, 2008? A. No. Q. The subject is "Salary Increases for	01:16:23 3 05:16:08 4 01:18:11 5 01:16:16 6 01:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10 01:26:27 12 01:16:28 13 01:36:35 10 01:76:30 15 50:16:38 16 01:16:38 17 01:16:38 17	William LaParch Q. Okay. I show you a document that was previously marked as Plaintiff's Ekhluit 13 at a prior deposition. (Handing) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature. Q. And can you identify this document, sir? A. It's the Employee Annual Performance for Doug Jendras for 2009. Q. And is this a lavorable review of Mr. Jendras' performance in 2009?
9811917 3 4111928 4 011928 5 011928 6 05.1508 8 011928 8 011928 10 011928 11 011928 12 011928 12 011928 13 0119418 14 0119428 17 0519428 18 0119428 18 0119428 18	Mr. isndrase A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit IV. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, Sill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of humant resources. Q. And do you recall receiving this email from Ma. Chang on September 12th, 2008? A. No. Q. The subject is "Salary Increases for SVPs and CEO;" correct?	01:16:23 3 05:16:08 4 01:18:11 5 01:16:16 6 04:16:18 7 07:15:21 8 01:16:23 9 01:16:23 10 01:16:27 11 00:76:27 12 01:16:28 13 01:16:28 14 01:76:30 15 50:16:30 16 01:16:31 16 01:16:31 18 01:16:45 18	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (frandling) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature. Q. And can you identify this document, sir? A. It's the Employee Annual Performance for Doug Jendras for 2009. Q. And is this a lavorable review of Mr. Jendras' performance in 2009? (Witness peruses exhibit)
99:19:17 3 4:11:128 4 01:19:48 5 01:17:18 6 05:19:47 8 01:19:58 8 01:19:58 10 01:19:58 10 01:19:58 10 01:19:58 10 01:19:58 11 01:19:58 17 05:19:58 17 05:19:58 18 01:19:58 18 01:19:58 18 01:19:58 18 01:19:58 18 01:19:58 18	Mr. Isndrase A. I don't recall, Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit 10. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Shella Chang to you, Sill LaPerch; and Rob Sokdta; is that correct, sir? A. That's correct. Q. And who is Shella Chang? A. Oirector of humant residurces. Q. And do you recall receiving this email from Ma. Chang on September 12th, 2008? A. No. Q. The subject is "Salary Increases for SVPs and CEO;" correct? A. Correct.	01:26:23 3 05:16:08 4 01:18:11 5 01:16:16 6 01:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10 01:26:27 11 02:76:27 12 01:16:28 13 01:26:27 14 01:76:28 16 01:76:34 16 01:76:34 18 01:27:17 20	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit 13 at a prior deposition. (frandling) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhibit] A. I recognize my signature. Q. And can you identify this document, sir? A. It's the Employee Annual Performance for Doug Jendras for 2009. Q. And is this a lavorable review of Mr. Jendras' performance in 2009? (Witness peruses exhibit)
9903917 3 4 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9	Mr. Isndrase A. I don't recall. Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhildt IV. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Shella Chang to you, gill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of humact resources. Q. And do you recall receiving this email from Mg. Chang on September 12th, 2008? A. No. Q. The subject is "Salary Increases for SVPs and CEO;" correct? A. Cdrrect. Q. Would it be (air to say that "SVP"	01:26:23 3 05:16:08 4 01:18:11 5 01:16:16 6 01:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10 01:26:27 12 01:16:28 13 01:26:27 12 01:16:28 13 01:26:27 14 01:26:27 15 01:26:27 16 01:26:27 17 01:26:27 18 01:26:27 18 01:26:27 18	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit I 3 at a prior deposition. (ffandling) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhroit] A. I recognize my signature. Q. And can you identify this document, sir? A. It's the Employee Annual Performance for Doug Jendras for 2009. Q. And is this a lavorable review of Mr. Jendras' performance in 2009? (Witness peruses ekhivit) A. I would say, dverall, yes, it's laydrable.
99:19:17 3 4:11:128 4 01:19:84 5 01:19:84 6 05:19:87 7 06:19:88 8 01:19:88 10 01:19:88 12 01:19:88 12 01:19:88 13 01:19:88 13 01:19:88 13 01:19:88 17 05:19:28 17 05:19:28 18 05:19:28 19 05:19:28 19 05:19:28 19 05:19:28 19	Mr. Isndrase A. I don't recall; Q. I'm going to show you a document that was marked at a prior deposition as Plaintiff's Ekhibit Ib. (Handing) And this, too, is a document that was produced by your attorneys in response to a reduest for production. And it reflects an amail—what appears to be an email from Sheila Chang to you, gill LaPerch; and Rob Sokdta; is that correct, sir? A. 7hat's correct. Q. And who is Shella Chang? A. Oirector of humant residurces. Q. And do you recall receiving this email from Ms. Chang on September 12th, 2008? A. No. Q. The subject is "Salary Increases for SVPs and CEO;" correct? A. Correct. Q. Would it be fair to say that "SVP" stands for senior vice president?	01:26:23 3 05:16:08 4 01:18:11 5 01:16:16 6 01:16:18 7 01:16:21 8 01:16:23 9 01:16:23 10 01:16:27 11 01:16:27 12 01:16:25 13 01:16:25 13 01:16:25 13 01:16:25 14 01:16:25 15 01:16:25 17 01:16:25 17 01:16:25 18 01:17:17 20 02:17:17 20 02:17:17 21 02:17:17 21	William LaParch Q. Okay. I show you a document that was previously marked as PlaIntiff's Ekhluit I 3 at a prior deposition. (ffandling) This document is entitled "Employee Annual Performance Appraisal - 2009." Again, it contains the name of Mr. Jendras as the employee, and it contains your name as the reviewer. Let me direct your attention to the last page of this document and ask you if you recognize any of the signatures there. [Witness peruses exhroir] A. I recognize my signature. Q. And can you identify this document, sir? A. It's the Employee Annual Performance for Doug Jendras for 2009. Q. And is this a lavorable review of Mr. Jendras' performance in 2009? (Witness peruses ekhivir) A. I would say, overall, yes, it's laydrable.

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01 17 26 J	(Vritness peruses exmitrit) A. No.	01 19 35 3	2. The same result which is the old of the
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	Q. Are those your initials on the cottom of the page?	61:27:12 13	[/ oco parade animaly
01:08:04 70 01:08:05 15	A. They are.	01:20:14 0	Oo you recognize this document?
	_	01 20:16 15	A. Yes.
	Q. 70 your knowledge, diu anybody eise make comments on Hr. Jendros' review?	01 ZD 16 16	
20:09:17 1 8	A. No.	21.2017 17	A. A Merit Increase Memorandum Idr
	_	21:22:21	boug Jandras.
		312022 18	Q. And this reflects that effective
01:18:22 ZU 01:18:28 Z J	third page of this document, there is also a	01 20:24 20	March 1, 20 to, Mr. Jendras' salary was to be
	statement, the lourth daragraph down J'n say	01 20 27 21	increased by \$7P,000; correct?
01:838 22 05:4841 23	live paragraths down handwritten in capital	012930 22	A. Yes.
DE1842 2d	retters, "GREAT YFAR!"	2::2031 23	Q. And that increase is identified as an
91:18:42 25	Oo you see that there?	6126U 20	annual merit increase; correct?
21:18:83 23	A. No. Am I on the right page?	a1 20 35 25	A. Yes.
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D. 15 20 2	William LaPerch O. at should say made three of len]	Willem LaPerch
02.1630 Z 03.1630 Z	Q. It should say, page three of len.	01.2028 Z	Willem LaPerch Q. And it raised his salary from 28p,PP0
02.1630 2 03.1630 3	 Q. It should say, page three of len. MR. PEIKES: I think you said, 	01/20/38 3	William LaPerch Q. And it raised his salary from 28p,PP0 to 290,000; cortect?
01:13:49 d	Q. it should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten.	01 20.38 3	Willem LaPerch Q. And it raised his salary from 28p,PP0 to 290,000; cortect? A. Yes.
91-12:50 d	Q. It should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: I approprize if I	01:20:38 3 01:20:41 4 03:25:47 5	William LaPerch Q. And it raised his saiary from 28p,PP0 to 290,000; correct? A. Yes. Q. And would this document be a
01-12:49 d 91-12:5: 5 91-12:5: 8	Q. It should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: I apologize if I misspoke. Yes. Hanuwritten t mean,	01:20:38 3 01:99:41 4 05:25:49 5 01:20:47 6	Willem LaPerch Q. And it raised his salary from 28p,PP0 to 290,000; cortect? A. Yes. Q. And would this document 0e a memorialization of a recommendation you made
01-13:49 d 91-13:51 5 91-13:52 8 01-14:05 7	Q. it should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: i apologize if I misspoke. Yes. Hanuwritten t mean, typewritten. Said it again. Typewritten.	01:20:38 3 01:39:41 4 0>:25:49 5 01:20:47 6 01:39:50 7	Willem LaPerch Q. And it raised his salary from 28p,PP0 to 290,000; cortect? A. Yes. Q. And would this document be a memorialization of a recommendation you made regarding a ment increase for Mr. Jendras,
01-13:50 d 91-13:50 5 91-13:50 8 01-14:05 7 01-14:05 8	Q. it should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: i apologize if I misspoke. Yes. Hanuwritten t mean, typewritten. Said it again. Typewritten. A. Where are you?	01:20:38 3 01:39:41 4 05:25:49 5 01:20:47 6 01:20:47 6 01:20:52 8	William LaPerch Q. And it raised his saiary from 28p,PP0 to 290,000; cortect? A. Yes. Q. And would this document be a memorialization of a recommendation you made regarding a merit increase for Mr. Jendras, effective March 1, 2010?
01-13(4) O 91-13(5) 5 91-13(5) 7 91-14(6) 7 01-14(6) 8 9-14(6) 9	 Q. It should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: I apologize if I misspoke. Yes. Hanuwritten t mean, typewritten. Said it again. Typewritten. A. Where are you? Q. Page 3 of 10. One, two, three, lour, 	01:20:38	Willem LaPerch Q. And it raised his salary from 28p,PP0 to 290,000; cortect? A. Yes. Q. And would this document be a memorialization of a recommendation you made regarding a ment increase for Mr. Jendras, effective March 1, 2010? A. Yes.
01-12:49 d 91-12:52 5 91-12:52 8 01-14:05 7 01-14:05 8 01-14:05 9 01-14:00 10	Q. It should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: I apologize if I misspoke. Yes. Hanuwritten t mean, typewritten. Said it again. Typewritten. A. Where are you? Q. Page 3 of 10. One, two, three, lour, live. Five paragraphs dawn it says, "Participate in	01:20:38 3 01:39:41 4 0>:25:42 5 01:20:47 6 01:39:30 7 01:20:32 8 01:26:24 9 01:26:24 10	Willem LaPerch Q. And it raised his saiary from 28p,PP0 to 290,000; cortect? A. Yes. Q. And would this document be a memorialization of a recommendation you made regarding a merit increase for Mr. Jendras, effective March t, 2010? A. Yes. Q. Now, during this same period of time,
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01-12:49 d 91-12:25 8 01-14:05 7 01-15:26 9 9 01-16:26 1 1 01-16:26 1 1 1 01-16:26 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Q. It should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: I apologize if I misspoke. Yes. Hanuwritten t mean, typewritten. Said it again. Typewritten. A. Where are you? Q. Page 3 of Io. One, two, three, lour, live. Five paragraphs dawn it says, "Participate in munthly revenue recognition meetings and address all operational shortcomings. Objective accomplished. GREAT YEAR!", exclamation point. Oo you see that there? A. Yes, t do. I do see that. Q. Were those your words? A. I assume so. Q. Are those your initials un the Eoctorn of the page, as wer? A. They are. Q. Ukay. Oo you recan whether, subsequent to executing this form confaining these comments about Hr. Jendras' performance, whether you made a recommendation far are additional ment intrigase for	012038 3 013941 4 0>2542 5 012047 6 013032 8 013094 9 012032 10 012032 10 012033 10 012034 13 012134 13 012135 10 012132 18 012132 18 012132 18 012132 18 012132 20 013132 20 013132 20 013132 20 013132 20	William LaPerch Q. And it raised his saiary from 28p,PPU to 290,000; correct? A. Yes. Q. And would this document to a memorialization of a recommendation you made regarding a ment increase for Mr. Jendras, effective March it, 2010? A. Yes. Q. Now, during this same period of time, was there also discussion, in connection with Mr. Jendras' compensation, about performance bonuses? A. Yes. Q. And would you have been involved in that discussion, as well? A. Yes. Q. And did Hr. Jendras receive performance bonuses, as well, during his tenure? A. He did. Q. And would it be fair to say you recommended that he receive performance bonuses? A. Yes. Q. Old Mr. Jendras have an employment agreement to the best of your knowledge?
01-12:59 d o o o o o o o o o o o o o o o o o o	Q. It should say, page three of len. MR. PEIKES: I think you said, handwritten. I think you meant typewritten. MR. WEINSTEIN: I approgize if I misspoke. Yes. Hanuwritten t mean, typewritten. Said it again. Typewritten. A. Where are you? Q. Page 3 of Io. One, two, three, lour, live. Five paragraphs dawn it says, "Participate in munthry revenue recognition meetings and address all operational shortcomings. Objective accomplished. GREAT YEAR!", excramation point. Oo you see that there? A. Yes, t do. I do see that. Q. Were those your words? A. I assume so. Q. Are those your initials un the Ecotom of the page, as wer? A. They are. Q. Ukay. Oo you recan whether, subsequent to executing this form containing these comments about Hr. Jendras' performance, whether you made a	012038 3 013941 4 0>2542 5 012047 6 013030 7 012032 8 012694 9 012032 IU 012033 IU 012034 II 012	William LaPerch Q. And it raised his savary from 28p,PPU to 290,000; correct? A. Yes. Q. And would this document be a memorialization of a recommendation you made regarding a ment increase for Mr. Jendras, effective March t, 20t0? A. Yes. Q. Now, during this same period of time, was there also discussion, in connection with Mr. Jendras' compensation, about performance bonuses? A. Yes. Q. And would you have been involved in that discussion, as well? A. Yes. Q. And did Hr. Jendras receive performance bonuses, as well, during his tenure? A. He did. Q. And would it be fair to say you recommended that he receive performance bonuses? A. Yes. Q. Oid Mr. Jendras have an employment

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	69 W iiniam LaPerch			7 t
i 	by the Compensation Committee; currect?	ļ	,	Wilhiem LaPerch
01:01:47 3		0: 33.24	2	2 Compensation Committee?
000145 C	_	01.33.56	3	3 A. Since the emergence from bankruptcy.
	directors meetings; correct?	01 33:50		d Q. So, that would take us back to 2003;
01-) 1:30	A. Correct.	0> 35 1)	5	-
013140 7	Q. And if the poard of directors approved	61 27 (1	6	- 10 (44) 24(1)
01-31-25 B	the award, would there then be a disciplure in a	ú1 są.go	,	7 Q. And has he also been a member of the
a).p:U 9	public ming with the SEC?	0.3249	8	- Aparta or out fittors anife fulle.
010130 IU		01-33-37 01-23:57		- TOTION
\$1:22.04	irame after the approval. I'm net sure what the	08:33:42		The state of the s
01:32:06 12	exact reduirement is, though.	01:51:43		• • •
01:12:5a 13	Q. But your best understanding is that the	01.33.44		
0:32 to 1d	content of the award was something that was	01 33.46	_	- cost tie rest tits outli Combatilits
eritina 16	disclosed to the public after the poard of directors	01/03/54		the state many companies.
01:32:15 16	approved it)	01:33:5b		The way was a fact the most of the
03 32.16 17	A. for the for the officers, yes.	01 13.58	-	
\$1,3297 18	Q. And Mr. Jendras, or course, was an	D1:24 02	_	THE THE PARTY OF POSITION
01-1221 15	officer; correct?	01 30.05	_	
01-12:0 20	A. He was, yes.	01.34.06	-	7
DF3Z2# 21	 So that ii Mr. fendras received an 	or.Wa7 .	21	100
91:33:29 22	award, it was uisclosed in a public filing with the	01:34.12	22	
01:32:32 23	SEC; is that correct?	01 34.17	23	
05:3255 Zd	A. At some point in time after the board	51.U 13 \$	2d	A. Stnce 2003.
a:u.ss 25	approved it, yes.	01 14 14 2	25	
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	William LaPerch]	1	_
01 00:34 2	Q. And you would, as you've indicated	or:Una	2	A. No,
0:3240 3	previously, 0d asked to review the accuracy of that	01:43.18	3	Q. So, he, too, is an outside director?
al:22 to O	riving perore it was filed with the SEC; is that	01 (1.50	đ	A. Neis.
39:32:47 5	correct?	31:U 20	5	Q. And where is he located?
01:32×17 5	A. That's correct.	01134.23	6	A. In Michipan,
01:32:51 8	Q. And you would certify, in connection	De 11 29	7	And do you know the town that ne's in,
01:32:51 5	with the *U-K, that it was accurate; correct? A. If it was a tU-K, yes.	91 U 31	B	in Michigan?
013256 TO		I .	8	A. Cearborn? uh, no.
91,32:00	Q. Now, you mentioned the Compensation Committee.	0.244		Q. is it Grand Rapitis?
0133:00 17] el.Uas		A. Grand Rapids, Grand Rapids,
013330 12	Who are the members of the Compensation Committee?	01 14 40		 Q. Any other members or the Compensation
9:13:05 Jd	A. Mr. Subotnick.	psu _{se} . 		Committee?
01 23.11 15	Q. What's his list name?	ortine la	_	A. Mr. Richard Shorten,
01:33:12 16	A. Stewart.	012448 \frac{1}{2}		Q. Is he, too, a member of the board or
95:33 13 17	Q. And is he also a member of the board	ş⊹uşz II		directors?
e1:33:15 18	# directors?	64 U.U. J.)		A. Heis,
012315 19	A. Heis.	01 U 32		Q. And has he, too, teen a meniter ul the
ar 2) 16 ZU	Q. And is he also an employed or the	er U sp. 78		Comp Committee and the board of directors since
012574 21	company?	>> 38.05 ZU		2003?
22	A N.	տ որջջ 2 1		A. He has.
23	O So before a substitution of	от зам 22		Q. Is he an employee of the company?
n 32.21 24	A 11-4-	31.35 05 2J		A. Ne is not.
a 25	A Name of the second	01 25 54 24 44 36 64 25		Q. And where is Mr. Shorten tocated?

01.76.06 **25**

Mow long has he lieen a meinlier of the

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New Canasn, Connecticut.

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	Cusc 1.11 cv 05405 SC 1 LD Docui	inent 21	2 1 1100 02/00/13 1 Nage 20 01 334
	73		75
	1 Wi(liam LaPerch	'	William LaPerch
01:52:28	Is it possible to take a preak?	01:46:00 2	
01 15.27	3 MR. WEINSTEIN: Yes.	01 49:10 3	in the minules, was a meeting where there was a
D1.	d (Recess held from 11:32 to 12:43 a.m. r	01 49 13 d	discussion regarding a potential award under the
	5 MR. WEJNSTEIN: Can you read back the	25.40.00 5	terms of the Eduity Incentive Plan; correct?
D2 3 F M	6 last duestion and answer,	₹ e-+>27 6	A. Correct.
0x 35 2 6	7 (Record read)	ê1 61 51 7	Q. And if you look at the poltom of the
₫c.36 43	8 CONTINUED EXAMINATION BY MR. WEINSTEIN:	a1-49-55 8	page, it says, "Mr. Sokola reviewed the previously
01.38.6)	 Q. So, you've identified at this boint, 	01 40-45 9	circulated spreadsheets containing recommended
01:40:31	10 Mr. Shorten as was just read back to us	0: 49 J9 JO	eduity grants to certain employees."
014820	II Mr. Postma, and Mr. Suborniek.	21:09:42	A. t'm sorry. Bottom Ul page, what?
D1 W5:30	Were there other members of the	12 ties u 12	Q. I'm sorry; I didn't realize you weren't
01 46/45	Gompensation Committee?	c1 49:44 13	there. Sottom of the first page.
01 4642	·	01 49 47 Jd	A. Got it.
51145 A3	_	014946 15	Q. "Mr. Sokota reviewed the previously
	6 A. Yes, sir.	014950 19	circulated spreadsheets containing recommended
\$1:ser#5		21.4653 17	
01:47:06	• • • • • • • • • • • • • • • • • • • •	G1 42:56 18	eduity grants to certain employees under the 2008
01 4T:13			Eduity Incentive Plan. The spreadsheet provided for
		at 30:05 19	grants in varying amounts of restricted stock units,
		015001 20	depending on the employee level."
b9-47:28 Z	·	0 50 2 1	Ob you recall that presentation by
91:67 U Z		31.50 22	Mr. Sokota?
\$1:#6#1 2		e1.40m 23	A. I don't recall it spedfically, but
014745 2	• • • • • • • • • • • • • • • • • • • •	61 SQ 17 Z Cl	that is generally what he did in these giluations.
01.4791 2	•	utana 25	Q. And the spreadsheet that provided for
	COMPU-TRAN SHORTHANO REPORTING		COMPU-TRAN SHORTHAND REPORTING
	74	[.	76
	William LaPerch	'	Wžlifam LaPerch
	A. I recognize these as board minutes.	ú1 sa;n Z	grants, would that be a spreadsheet that reflected
01 46;62	J Q. And these are the minures for a meeting	01:50:0 3	your recommendation as to your direct reports?
	d that took place on September 8th, 2008; correct?	2:5621 d	A. It would.
	5 A. Correct.	ল-জ্ঞ 5	And that would include Mr. Jendras;
21 50 10	6 Q. And it indicates that certain members	01 4035 6	correct?
21:50 []	7 of the board of directors participated by means of	01507) 7	 A. It would include Mr. Iendras, yes.
\$1:4#:19	8 telephonic edulpment; correct?	015677 🖁	Q. And this meeting, as memorialized in
******	9 A. Cdryect.	51.50 8> 9	the minutes, reflects an approval, does it not, for
014821		61 50:3) IQ	a stock award to Mr. Jendras; correct?
01.48:22	, , , , , , , , , , , , , , , , , , , ,	u1 6040 II	A. I would assume so, yes.
00:50:23	2 correct?	015645 12	Well, if I can direct your attention to
01.4 6 :53	3 A. Every body participated by telephonic	51:50 A7 13	the second page, there is a reflection of a resolution;
91.00¥ J	d eduipment,	enterest Id	correct?
01 46:35	5 Q. Is Ihal typically the way these things	01/00/03 15	A. Yes.
01 41/37 J	9 were done? It was not an in-person meeting, but it	01 50 SA 16	Q. And that resolution at the bottom of
ைவ	V would be by telephone?	91.50/56 17	the page reads, "Resolved," Then, for the stock
21:50;a1 J	A. It varied.	G1.53 D2 8	units granted to each of the senior vice presidents
,,,,,,,, I	Q. So, the reference in the second	aratos 19	on Schedule A, Ooug Jendras the other names are
		91 51 DE 20	redacted: "30 percent shall vest on September 8th,
9.48:56 Z		orsona Z I	2009, and delivered on November 16th, 2009. Ten
			consciso on horemor join, 2003. Jen

01490n **25**

they were participating in person; it just means

by telephone; is that correct?

That's correct.

that they were participating by invitation, as well

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31 at 24 23

crassa 25

as 20 22 percent shall uest on September 8th, 2010, and be

as a 2d shall vest on September 8th, 2071, and be delivered

on November 15th, 2011."

delivered on November 15th, 2010. And 60 percent

*	© Case 1:11-€v-05409-SC®ED Docu	<u>ment 27-</u>	-2 File 02/08/13 Page 21 of 95
	77		79
1	William LaPerch	1 -	William LaPerch
ուզոգտ 2	That's a reference to a stork award to	61-1126 2	Q. Does that mean you were tamiliat with a
जक्रमा 3	Mr. jendias; iorreci?	01.U26 3	form of agreement that was used to memorialite an
शकायम ट	A. Correct.	0::LI32 d	award if it was addroued dy the board of directors?
439 6	Q. And mail's a reflection of the yearing	5:-Uas 5	A. Yes.
91.55.61 5	schedule for that stock award; correct?	5i-U3+ 5	Q. So, would it be fair to say you saw
21:38:02 T	A. Correct.	5+-Ш36 <i>7</i>	this form of agreement defore it was executed dy
61:51:U B	Q. And sudsequent to the board's meeting	ars+30 B	Mi. lendias of any other officer who was the
21:51.47 9	and aodroyal of inis slock award, was Mr. Tendras,	D: 54-41 9	denéficiary of a stock award?
21:51:51 10	to your knowledge, drovided with a stock award	ja::⊔as 10	A. Yes.
и:51.54 11	agreement reflecting this Pesting schedule?	e::⊔•as 11	Q. And were you asked to comment un the
M:51 57 12	A. 1 don'i know-	01-34 at 12	rerms memoria∎red in the form of the Stock Vnit
51.52:00 13	 Would that have deen the typical 	Di-Seaz 13	Agreement?
Dr.5202 1d	droi edui e?	51:54.52 14	A. Don'i recall,
01:52:02 15	A. Yes.	pi-54-55 15	 Q. And are you aware or what, if anything,
03:5203 16	 Q. Lei me show you a document that was 	ใช•⊔ร ⊤ 15	the Stock unit Agreement says regarding the yearing
05.5274 17	marked at a driot dedosition as Plaintill's	D::65.02 17	or stock units if an emdloyee is terminated without
05 52 36 16	Exhidi: 19. (Handing) And it's a ducument entitled	91.55 GB 18	cause?
Dt 5221 19	Siork unit Agreement, and it says ">tuck unit	5: 55 CB 19	A. I just read what's in Section b on the
D: 52:27 Z O	Agreemenr Effective as of Sedlember 8m, 2009."	00:55/st Z O	second page, and I was lamillar with that beforehand,
09.5231 21	। wani you io take a क्कालांगी 1n lonk ai	07.58 57 21	as well.
91.5294 22	this, dlease.	el.55 18 22	Q. And since you've identified it on the
ot:52 30 23	rWitness deruses exhidit	01.55.20 23	second dage, ^d aragradh d b says, "udon the
01:52:39 24	A. Okay.	01.55:24 Z d	termination of the participant's continuous service
0f:5k12 25	Q. Do you relognile this document?	61.55:28 25	dy the comdany without cause, or dy the employee for
l	COMPu-TRAN SHORTHAND REPORTING	1	AGAID TOTAL CHARTILLIA DEGARITMA
	COMPU-JAAN SADA JAANU AEPUA JIING		COMPU-TRAN SHORTHAND REPORTING
	79		6 0
9 ,		1	60 William LaPerch
1 01-52-14 2	79 Wallam LaPerch A. 1 do.	01 53.LJ Z	60 William LaPerch good reason, any unyesied stock units shall
1 0 (1) (1) (2) (1) (3)	79 Waliam LaPerch		60 William LaPerch
	79 Wallam LaPerch A. 1 do.	01 53.LJ Z	60 William LaPerch good reason, any unyesied stock units shall
tesseta 3	79 Whilam LaPerch A. 1 do. Q. Can you identify it, diease.	01 53.U Z	William LaPerch good reason, any unyesied stock units shall immediately yest."
Institu 3 orsten d	79 Whilam LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for	01 53.U Z 01 50:30 3 01:50 pt d	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes.
1650-10 3 9450-21 d 91:50-24 5	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused	0153.U Z 0156.W 3 0156.P d 0155.W 5	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes. Q. And so, that would meanthal to the
1::3:10 3 0::3:21 d 0::3:24 5 0::3:24 6	79 Whilem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for Ooug tendras. Q. And is this, in tact, the Stock unit	01 53.U Z 01 50:30 3 01 50 P d 01 50:37 5 01 50:30 6	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes.
10:32:10 3 01:32:21 d 01:32:24 5 01:32:24 6 01:32:27 7	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused	01 53. U Z 01 50.30 3 01 50 P d 01 50 37 5 01 50:30 6 01 55 44 7	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes. Q. And so, that would meanthal to the
1000-100 3 01-00-21 d 01-00-24 5 01-00-24 6 01-00-24 7 01-00-30 8	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug tending. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused by the doerd of directors at their meeting on	01 53.U 2 01 56:34 3 01 56:74 d 01 56:34 6 01 56:34 6 01 55:41 7 01 55:41 8	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units
1000 to 3 0100 to 6 0100 to 6 0100 to 6 0100 to 6 0100 to 7 0100 to 8 0100 to 10 0100 to 11	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused dy the doard of directors at their meeting on Sedtember 8th, 2006? A. 11 appears to de, yes. Q. And in fact, this reflects the vestiled	01 53. U 2 01 50. U 3 01 50 P d 01 50 30 6 01 50 30 6 01 50 40 7 01 50 40 8 01 50 40 9 01 50 40 1b 01 50 40 1b	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; Forect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yes; at a later date, they would uest immediately it and when an emdloyee was reminated without rause; rorrect?
1000-10 3 01-01-21 d 01-01-24 5 01-01-24 6 01-01-24 7 01-01-03 8 01-01-03 9 01-01-03 10 01-01-03 11 01-01-04 12	Whilem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for Ooug rendras. Q. And is this, in tact, the Stock unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set	01 53.U 2 01 56 P d 01 56 P d 01 56 P 7 01 56 P 7 01 55 41 7 01 55 41 8 01 55 46 9 01 55 42 1b 01 55 57 11	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drovision; rotrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would west immediately it and when an employee was retiniated without cause; notice? A. Yes.
1000 to 3 0100 to 6 0100 to 6 0100 to 6 0100 to 6 0100 to 7 0100 to 8 0100 to 10 0100 to 11	Whitem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused dy the doard of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vesting schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of	01 53. U 2 01 9030 3 01 90 P d 01 9030 6 01 9030 6 01 9030 7 01 9030 1 01 9030 1 01 9030 1 01 9030 1 01 9030 1 01 9030 1 01 9030 1	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; Forect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yes; at a later date, they would uest immediately it and when an emdloyee was reminated without rause; rorrect?
1000-10 3 01-00-21 d 01-00-24 5 01-00-24 6 01-00-24 7 01-00-30 8 01-00-30 10 01-00-30 11 01-00-30 12 01-00-40 12 01-00-40 13 01-00-40 14	Whilem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for Ooug rendras. Q. And is this, in tact, the Stock unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set	01 53. U 2 01 90:30 3 01 90 P d 01 25:37 5 01 50:30 6 01 55:41 7 01 55:43 8 01 55:40 9 01 55:40 10 01 55:40 11 01 56:50 11 01 50:50 13 01 20:00 14	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; Forect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yes; at a tater date, they would uest immediately it and when an emdloyee was reminated without rause; rorrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock
1000-100 3 91-50-24 5 91-50-24 6 91-50-24 7 91-50-30 8 91-50-30 10 91-50-30 11 91-50-40 12 91-50-40 13	Whilem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for Ooug rendras. Q. And is this, in tact, the Stock unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2009; correct? A. Correct.	01 53. U Z 01 96:30 3 01 56 P d 01 56:30 6 01 55:41 7 01 55:41 8 01 55:42 1b 01 55:42 1b 01 55:42 1b 01 55:42 1d 01 55:42 1d 01 55:42 1d 01 55:42 1d 01 55:42 1d 01 56:54 1d	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drovision; rotrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would west immediately if and when an emdloyee was retiniated without cause; notice? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet?
10:00:10 3 00:00:24 5 00:00:24 6 00:00:24 7 00:00:24 8 00:00:24 10 00:00:24 10 00:00:24 11 00:00:24 12	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestiled schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtember 9th, 2009; correct?	01 53. U 2 01 90:30 3 01 90:10 13 01 90:30 6 01 90:30 6 01 90:30 6 01 90:40 7 01 90:40 14 01 90:40 14 01 90:40 14 01 90:40 15 01:50:40 16	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would uest immediately it and when an emdloyee was reminated without rause; rorrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. Don't recall.
10:00:10 3 00:00:24 5 00:00:24 6 00:00:24 6 00:00:24 7 00:00:20 8 00:00:20 10 00:00:20 11 00:00:20 12 00:00:20 13 00:00:20 15 00:00:20 15 00:00:20 15 00:00:20 15 00:00:20 15	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stork unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2009; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed?	01 53. U 2 01 9030 3 01 90 P d 01 2577 5 01 9030 6 01 95 41 7 01 55 42 B 01 55 42 B 01 55 42 1D 01 95 42 1D 01 95 52 11 01 90 00 14 01 90 00 15 01 90 00 16 01 90 00 17	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drovision; rotrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would west immediately if and when an emdloyee was retiniated without cause; notice? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet?
10:00:10 3 00:00:24 5 00:00:24 6 00:00:24 7 00:00:24 8 00:00:24 10 00:00:24 10 00:00:24 11 00:00:24 12	Whitem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stork unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 6th, 2006? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2009; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed? A. What do you mean by "see"?	01 53. U 2 01 90:30 3 01 90:10 13 01 90:30 6 01 90:30 6 01 90:30 6 01 90:40 7 01 90:40 14 01 90:40 14 01 90:40 14 01 90:40 15 01:50:40 16	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would uest immediately it and when an emdloyee was reminated without rause; rorrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at Aboye Net? A. Don't recalt.
10:00:10 3 00:00:24 5 00:00:24 6 00:00:24 7 00:00:24 8 00:00:24 10 00:00:24 10 00:00:24 12 00:00:24 12 00:00:24 12 00:00:24 13 00:00:24 15 00:00:24 17 00:00:24 18 00:00:24 18	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stork unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2009; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed?	01 53. U 2 01 9030 3 01 90 P d 01 2577 5 01 9030 6 01 95 41 7 01 55 42 B 01 55 42 B 01 55 42 1D 01 95 42 1D 01 95 52 11 01 90 00 14 01 90 00 15 01 90 00 16 01 90 00 17	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rorrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would uest immediately if and when an employee was reminated without rause; rorrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. bon't recall. Q. Did you make any additional recommendations for stock awards to Mr. fendras, subsequent to the award memoritalized in this Stock
10:37:10 3 00:37:24 5 00:32:27 7 00:32:27 7 00:37:30 8 00:37:30 10 00:37:30 11 00:37:30 12 00:37:30 13 00:37:30 15 00:37:30 16 00:37:30 18 00:37:30 18	Whitem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stork unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 6th, 2006? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2009; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed? A. What do you mean by "see"?	01 53. U 2 01 50. U 2 01 50. D d 01 257.7 5 01 50.30 6 01 55.41 7 01 55.42 8 01 55.42 10 01 55.42 10 01 55.42 11 01 56.52 11 01 50.02 15 01 50.02 15 01 50.02 15 01 50.02 16 01 50.02 17 01 50.22 18 01 50.22 18	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; rotrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would best immediately if and when an employee was retiniated without cause; rotrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. Don't recalt. Q. Oid you make any additional recommendations for stock awards to Mr. fendras,
10:00:10 3 00:00:24 5 00:00:24 6 00:00:24 7 00:00:24 8 00:00:24 10 00:00:24 10 00:00:24 12 00:00:24 12 00:00:24 12 00:00:24 13 00:00:24 15 00:00:24 17 00:00:24 18 00:00:24 18	Whitem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting op Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2d09; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed? A. What do you mean by "see"? Q. Well, before this agreement was signed	01 53. U 2 01 96:30 3 01 96:10 d 01 25:37 5 01 96:30 6 01 95:41 7 01 95:41 8 01 95:40 1b 01 95:40 1t 01 96:40 1t	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; Forrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yesr at a later date, they would west immediately it and when an employee was reminated without rause; Forrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. bon't recall. Q. Did you make any additional recommendations for stock awards to Mr. fendras, subsequent to the award memoritalized in this Stock Award Agreement that I just showed you for Sedremder 8th, 2006?
10:00:10 3 00:00:24 5 00:00:24 6 00:00:24 6 00:00:24 7 00:00:20 8 00:00:20 10 00:00:20 10 00:00:20 11 00:00:20 12 00:00:20 13 00:00:20 15 00:00:20 16 00:00:20 16 00:00:20 16	Whilem LaPerch A. 1 do. Q. Can you identify it, diease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stork unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 6th, 2006? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2d09; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed? A. What do you mean by "see"? Q. Well, before this agreement was signed dy Mr. ?endras and what addeers to be Mr. Sokota's	01 53. U 2 01 50. U 2 01 50. D d 01 257.7 5 01 50.30 6 01 55.41 7 01 55.42 8 01 55.42 10 01 55.42 10 01 55.42 11 01 56.52 11 01 50.02 15 01 50.02 15 01 50.02 15 01 50.02 16 01 50.02 17 01 50.22 18 01 50.22 18	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drovision; Forect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yest at a later date, they would west immediately it and when an emdloyee was retinited without rause; Forect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. bon't recall. Q. Did you make any additional recommendations for stock awards to Mr. fendras, subsequent to the award memoritalized in this Stock Award Agreement that I just showed you for
10:10:10:3 01:00:24 01:00:24 01:00:24 01:00:27 01:00:38 01:00:38 01:00:38 10 01:00:38 11 01:00:38 12 12:00:38 13 11:00:48 14:00:48 15 11:00:48 16 17 10:24:00 18 10:40:38 10:40:38 10	Whitem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for Ooug tendras. Q. And is this, in tact, the Stock unit Agreement incorporating the terms that were addroused dy the deerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestificd schedule that was the sudject of the resolution set for the minutes of the meeting of the board of directors for Sedtember 9th, 2d09; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed? A. What do you mean by "see"? Q. Well, before this agreement was signed dy Mr. ?endras and what addears to be Mr. Sokota's signature, were you asked to look at it before it	01 53. LI 2 01 56 P	William LaPerch good reason, any unyesied stock units shall immediately yest." You were aware of that drouision; Forrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were scheduled to yesr at a later date, they would west immediately it and when an employee was reminated without rause; Forrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. bon't recall. Q. Did you make any additional recommendations for stock awards to Mr. fendras, subsequent to the award memoritalized in this Stock Award Agreement that I just showed you for Sedremder 8th, 2006?
10:00-10 3 00:00-24 5 00:00-24 6 00:00-24 6 00:00-24 7 00:00-30 8 00:00-30 10 00:00-30 11 00:00-30 11 00:00-30 13 00:00-30 15 00:00-30 16	White LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Stock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused dy the doerd of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule final was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtember 9th, 2d09; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was excluded? A. What do you mean by "see"? Q. Well, before this agreement was signed dy Mr. ?endras and what addears to be Mr. Sokota's signature, were you asked to look at it before it was signed?	01 53. U 2 01 50. U 2 01 50. D d 01 50. D d 01 50. D f 01 50.	William LaPerch good reason, any unyested stock units shall immediately yest." You were aware of that drouision; Totrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were st heduled to yest at a later date, they would west immediately if and when an emdloyee was retiminated without rause; rotrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. bon't recall. Q. Did you make any additional recommendations for stock awards to Mr. lendras, subsequent to the award memoritalized in this Stock Award Agreement that I just showed you for Sedtemder 8th, 2008? A. Yes.
10:00:100 3 00:00:24 5 00:00:24 6 00:00:24 6 00:00:24 7 00:00:30 8 00:00:30 10 00:00:30 11 00:00:30 11 00:00:30 12 00:00:30 13 00:00:30 13 00:00:30 16 00:00:30 16 00:00:30 16 00:00:30 16 00:00:30 16 00:00:30 16 00:00:30 16 00:00:30 16 00:00:30 16	Whitem LaPerch A. 1 do. Q. Can you identify it, dlease. A. 11's a Shock unit Agreement for Ooug rendras. Q. And is this, in fact, the Stock unit Agreement incorporating the terms that were addroused dy the doard of directors at their meeting on Sedtember 8th, 2008? A. 11 appears to de, yes. Q. And in fact, this reflects the vestind schedule that was the sudject of the resolution set forth in the minutes of the meeting of the board of directors for Sedtemder 9th, 2d09; correct? A. Correct. Q. And did you see this Stock unit Agreement before it was executed? A. What do you mean by "see"? Q. Well, before this agreement was signed dy Mr. ?endras and what addears to be Mr. Sokota's signature, were you asked to look at it before it was signed? A. 1 was not asked to look at this	01 53. U Z 01 90:30 3 01 90 P d 01 25:37 5 01 90:30 6 01 95:41 7 01 95:40 10 01 95:40 10 01 95:40 11 01 95:40 11 01 96:50 11 01 96:50 16 0	William LaPerch good reason, any unyested stock units shall immediately yest." You were aware of that drouision; rotrect? A. Yes. Q. And so, that would mean that to the extent that there was any restricted stock units that were sheduled to yest at a later date, they would west immediately it and when an emdloyee was retininated without rause; rotrect? A. Yes. Q. Now, had you discussed that danicular term before its inclusion in the form of the Stock Award Agreement with anybody else at AboyeNet? A. bon't recall. Q. Did you make any additional recommendations for stock awards to Mr. fendras, subsequent to the award memoritalized in this Stock Award Agreement that I just showed you for Sediemder 8th, 2008? A. Yes. Q. Do you recall when you did that?

**	<u>-</u>	© Case 1:11-€v-05409-SC-PED Docu	men	t <u>27</u>	'-2 Filed 02/08/13 Page 22 of 95®
		gı	'		03
	1	William LaPerch		1	Winfam LaPerch
01:38.55	2	marked at a difor dedosition as flainfill's	02:01:L		a percentage, dut it often heddened, yes.
01.57:04	3	Exhidii 20. (Handing) This, too, is a document	02/01/20	4 3	Q. And was the meeting of the members of
01 57-04	ď	that was dioduced dy your attorneys in response to	02 gn \$4	_	The Comdensation Committee Fonducted Toledhorically,
4	5	our request for droduction and the titist page says,	02 01 32	_	as well?
01:57:1	8	"AdoyeNet meeting of the board of directors	02 OH 33	3 B	A, Yec,
01.57;96	,	Decemder 20th, 2d ld."	02 01 94	• <i>T</i>	Q. And so, when you made your dresentation,
01.51:34	B •	Why don't you take a moment to look as	n2-û1 9)	_	you were making this dresentation to the memders of
01-5(33	t d	ii before I ask you to identify it, dicase.	02:01:60		the Compensation Committee reledhonitaly; is that
01:28:30	10	(Witness peruses exhidir)	02/05/60		correct, sir7
01:39:14		A. Okaγ,	02:94:60		A. That's correct,
084594	_	Q. Can you identify the document?	02:01:44		Q. And in connection with the
D; 58;40	4	A. 11's a document that outlines the	02/01/45		recommendations you would make, had you diouided
		meeting of the board of directors on betemder 20th,	02:01 48		them documentation in adulance of the telephorit
168610		2010. 1i outlines yartous actions that the doard	< ₹ 701 62		meeting regarding your drodosed awards?
orse la		was taking at that time relative to additional stock	<7:01 58		A. For this specifit meeting?
37:00 92		grants based on a \$5.00 per share dividend that was	32:01 57		Q. Well, I'm asking in general.
95 00-08		awarded in Detember of that year.	02:02:02		A. In goneral, yes; I would droyide, in
92:00:10		Q. And were you diesern at this meeting?	GZ:02:02		advance, a cody of my droposed recommendations.
42:02.17		A. I was.	02.02/36		Q. And what form did that recommendation
92:90/13		Q. And I say, "dresent." I'm looking at	02 02:58		rake? Was Ir a sdreadsheer, or was it some other
02/30/15		a notation, "Minutes of the releddoni, meeting."	52.0Z ?D		form?
02:00:19		Would it be fair to say this theering	G2:02:11		A. 11 was a Sdreadsheet. Occasionally,
DZ 199:22		also was a teledhoric meeting?	02.02:15		1 might attach some no, it was a sdreadsheet.
02 00:74	25	A. 11 was. COMPU-TRAN SHORTHAND REPORTING	02:92:02	25	1 don't recall doing any PowerPoint dresentations
45		B2			COMPU-TRAN SHOHTHAND REPORTING
40	1	William LaPerch		1	84 William LePerch
87:05 Ž4	2	Q. So, your addearant e was dy (eledhone)	02:02 LI	_	for this, 1 would talk to it, and it would de
92.96:28	3	is that correct?	GZ:02:28	•	my comments would be reflected in the minutes.
S[36.7]	d	A. 11 was.	02.52:LI	_	Q. So, it would de a sdreadsheet
03.96.37	6	Q. As was everybody clse's; is that	02 20:34	_	reflecting the names of the droposed reddients,
02 60.11	8	correct?	0Z 02:46	_	among other things; is that correct?
05-06-71	7	A. Yes, Well, evarydody else's excedt for	02·02·37	-	A. That's right.
02 03 -[5	6	those people that were in the room with me,	02.02.38	_	Q. And would it also inviude the droposed
02 00 36	9	Ustening to the teledhone.	02:92:42		number of restricted stock units to be awarded to
02 00 35	10	Q. Okay. That's a good point. And it I'm	02:02:46		the recidient?
02-pg- LI	11	not mistaken, we really can't tell from this set of	02 51.18	11	A. That would be included, yes.
छ:0g.€1	12	minutes i ^u ho was dresent with yoy. Am i correct in	02 62:48	12	Q. And would in include a drodosed vesting
97:00·ep	13	that odservation?	02 02 61	13	schedule?
03:00:44	14	A. You're correct that you can't tell from	52 02.51	1 d	A. Not sure.
07:00:85	15	these minutes who was dresent with me, yes.	60102152	16	Q. And was the spreadsheet an Excel
02,60:52	16	Q. Do you know who was pieseni with you at	69-52 Se	18	sdreadsheet?
02 00.11	17	the time this meeting took diace?	97 02:50	17	A. 11 was,
cz 00 55	18	A. Yes. To the dest of my knowledge, it	07 NZ-18	18	Q. And was that something that would be
02:00:84	19	was Rod Sokota, Loe Clayarella and 3oe Sanford.	200 a	19	diepared using your dC, or someone dieparep it for
02:01 GE 2	20	Q. Now, you indicated dileytously in	02 යට අත්	20	you?
02.01.08	21		u2 63 as		A. Someone di epared it foi ma.
og G	22	the Compensation Committee would incer shortly before	32°C7 68	22	Q. And did the company retain a record of
4	ŽЭ		s7:03:11	23	the document where this information was stored?
Roma Z	24	award of restricted stork units; rorrect?	52 01.15	2 d	A. The Excel sdreadsheel was retained dy
22.05.1B	25	•	90 SO-18		the comdany, yes.
		COMPLITRAN SHORTHAND REPORTING			CDMPU-TPAN SHORTHAND REPORTING
1 al 90	snee	ets Page 81 jo	84 at 2	95	04/13/1U12 09: 11:05 AM

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	85		67
1	Wińiam La <i>Perch</i>	1	William LaPerch
02:03:18 2	Q. And does it still exist?	52 05 48 Z	So that the number 1,719 refletts a
02:01:21 3	A. Does what still exist?	92 05 67 3	droposed grant of restricted stock units to
12:00:02 O	Q. Does the document stiff exist somewhere	02 05.9 c d	Mr. fendras; is that correct?
433 -5	ar AdoueNet regarding the	02 CS.57 5	A. It does.
81 °03.3: B	A. For this specific year?	up da 57 6	Q. And that was what was addroyed, was it
52.00 U 7	Q. Yes.	62 06 92 7	not, dy the board of directors ween n កាខា on
10.01:33	A. Lassume so, yes.	8x 96 LJ 6	December 20th, 2u10; Forreit?
tz:d1:U 9	MR. WEINSTEIN: I'm going to Lattion	≈ 96.06 9	A. Coirect
02:03.36 10	the dioduction of any spreadsheets that were	37:06.07 1 0	Q. And delote the coald of directors met
02.03 40 11	presented at boato meetings, whole any stock	;;≀0eua 11	ihai day, ihe Comdensailon Committee had already
02 pg 43 12	awaros were the sudjert of discussion and/or	22 06 11 12	addroyed this; rorrect?
01:00 at 13	addroyal as it dertained to Mr. fendias.	12.05 14 13	A. That's what generally haddens, yes.
02:00:00 14	MR. dEIKES: We'll take it under	02 06 15 14	Q. And it indicates that the yesting and
92 91 61 15	advisement.	o. 3 05 16 15	delivery date was Noyemder 15th, 2011; corrett?
68-01:51 16	MR. WEINSTEIH: Okay.	02 06:21 15	(Witness peruses exhiDif1
c2 as:58 17	DOCUHENTIDATA REQUESTED:	02 C6:21 17	A. 1s that annotated in these minutes
m2 03.5m 16	Q. So, redirenting your attention to the	62,06'46 18	somewhere that you can doin; me to?
.02:015e 19	minutes that you have in Iront of you, there is an	62.58:U 19	Q. ا بناه wani to you to answel the best
12:04:00 Z O	indication, is there not, of a recommendation you	62.56:45 2 0	you can. 🍱 iry and held you with that it I
12:04:00 21	made relating to an award for Mr. feridias; currect?	00:36:47 21	could.
22 je≥e 22	A. Correct.	82.06.47 22	A. The yesting delivery date on this sheet
102-G# 15 23	Q. And that award was identified in a	co 08.50 23	is indicated as 11 (15 (11.
m 5422 24	dortion of these minutes as part of what was set	20 06 St 2d	 And (gather from your response,
.02 p4.29 26	forth as Schedule 8; Forect? If you rould turn	59 06 55 25	you're not sure, just from looking at this schedule,
:	COMPU-TRAN SHORTHAND REPORTING		COMPU-TRAN SHORTHAND REPORTING
4	86		66
9 ,		1	
90 1 379431 2	86	1 12.05 58 2	88
1 379431 2 92.1134 3	86 William LaPerch	_	66 Winlam LaPerch
	86 William LaPerch To and 3ust let me see it i can help you get	52.05 SB Z	86 Winlam LaPerch whether or not that was intended to relief the
22.Ш34 3	66 William LaPerch To and gust let me see it it can help you get there. It's a document 9ates standed 0362.	52.06.58 2 52.07.01 3	Wintam LaPerch whether or not that was intended to reller rishe yesting and delivery date for the 3,719 shares;
‰µsa 3 ∞,0447 di	William LaPerch To and gust let me see it i can help you get there. It's a document gates standed 0362. **TWitness deruses exhibit!	22.06.58 Z 22.07.01 3 22.07.06 d	Winlam LaPerch whether or not that was intended to rellect the yesting and delivery date for the 3,719 shares; is that correct?
92.U/94 3 10:04-67 d 12:04-67 5	William LaPerch To and gust let me see it i can help you get there. It's a document gates standed 0362. **Primess deruses exhibit A. b362 reflects a grant as being added to	12.06 58 Z 12.07 01 3 12.07 06 di 12.07 06 5	Winiam LaPerch whether or not that was intended to reflect the yesting and delivery date for the 3,719 shares; is that correct? A. Can you restate your question, diease.
92.U34 3 10:0447 d 10:0447 5 10:0456 6	William LaPerch To and gust let me see it I can help you get There. It's a document 9ates standed 0362. TWitness deruses exhibit I A. b362 reflects a grant as being added to outstanding RSUs that had been previously awarded	12,05 58	Winiam LaPerch whether or not that was intended to reller rike yesting and delivery date for the 3,719 shares; is that correct? A. Can you restate your question, diease. MR. WEINSYEIN: Can you read it dark,
52.U'M 3 10:0447 d 10:0447 5 10:04% 6 10:05% 7	William LaPerch 10 and gust let me see it i can help you get there. It's a document gates standed 0362. rWitness deruses exhibit A. b362 reflects a grant as being added to outstanding RSUs that had been previously awarded that come as a result of the \$5.00 a share dividend	02.05 58	Winiam LaPerch whether or not that was intended to relief rithe yesting and delivery date for the 3,719 shares; is that correct? A. Can you restate your question, diease. MR. WEINSYEM: Can you read it dark, glease.
52.U34 3 10:0447 d 10:0447 5 10:0496 6 10:0596 7 10:089 6	William LaPerch To and gust let me see it I can help you get There. It's a document gates standed 0362. TWitness deruses exhibit I A. b362 reflects a grant as being added to outstanding RSUs that had been previously awarded that come as a result of the \$5.00 a share dividend that was being offered to our shareholders in	22,05 58	Winlam LaPerch whether or not that was intended to reflect the yesting and delivery date for the 3,719 shares; is that correct? A. Can you restate your question, diease. MR. WEINSYEIN: Can you read it dark, glease. fQuestion read:
52.U54 3 102.0447 d 102.0447 5 102.0446 6 102.0546 7 102.0133 6 102.0137 9	William LaPerch To and gust let me see it I can help you get there. It's a document 9ates standed 0362. TWitness deruses exhibit I A. b362 reflects a grant as being added to outstanding RSUs that had been previously awarded that come as a result of the \$5.00 a share dividend that was being offered to our shareholders in becemder.	12.06 58	Winiam LaPerch whether or not that was intended to reller rishe yesting and delivery date for the 3,719 shares; is that correct? A. Can you restate your question, diease. MR. WEINSYEIN: Can you read it dark, glease. (Question read) A. It's my understanding that the 11 (15 intended)
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02.19.18 2 02.19.14 6 02.19.14 6 02.19.17 7 02.20.03 8 02.20.00 1 02.20.00 1 1 02.2	A. 1 assume so. Q. I gather from Your answer se uido/I show in to you defore it was sent to Mr. fondias; is that correct? A. That's correct. Q. 1et me just show you, before I ask you some ouestions about the Stock unit Agreement diedared dy Mr. Sokora, with resdect to the decision of the board of directors on fanuary 25, 2011, to look at a document that was marked at a drior deposition as dialnums entitled "Stock unit Agreement." Do you recognite this document?	\$2.22.41	William LaPereh a Termination without cause, any unvested stock units would immediately vest; correct? A. Correct. Q. And was that consistent with your understanding of the terms of the award made to Mr. fendras? A. Yes. Q. And was it also consistent with the terms of the award made to other recidients at that time? A. Yes. Q. Let me show you a document that iyas
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02.19.18	A. 1 assume so. Q. I gather from your answer ne uido/i show in to you defore it was sent to Mr. fondias; is that correct? A. That's correct. Q. 1et me just show you, before it ask you some obestions about the Stock unit Agreement diedared dy Mr. Sokora, with resdect to the decision of the board of directors on fanuary 25, 2011, to look at a document that was marked at a drior deposition as dialmiff's Exhibit 21. [Handing] And this is a document emitted "Stock unit Agreement." Do you recognite this document? rWitness deruses exhibit? A. 1 do. Q. Can you tell me what it is, dease? A. 11's a Stock unit Agreement for boug lendias. Q. And does this correct recognition of directors on award that was addicyed by the doalo of directors on	\$2-22:41	William LaPereh a termination without cause, any unvesteo stock units would immediately vest; correct? A. Correct. Q. And was that consistent with your understanding of the terms of the award made to Mr. fendias? A. Yes. Q. And was it also consistent with the terms of the award made to other recidients at that time? A. Yes. Q. Let me show you a document that was marked dreytously at another dedosition as diaintiff's Exhibit 23. Thanding 1 This is a document that was produced by your attorneys, and it's entitled "Stock unit Agreement." And after you'ye had a thanke to look at it, ict me know. I'm going to ask yoy some ouestions about it. TWitness peruses exhibit! A. Okay. Q. Do you recognite the document? A. 11's a 5tock Unit Add earnent dated
02.19.18 2 12.19.18 6 12.19.18 6 12.19.18 6 12.19.18 6 12.19.18 6 12.19.18 7 7 02.20.20 8 12.20.10 12.20.20 13 13 12.20.20 13 13 12.20.20 13 13 12.20.20 13 13 12.20.20 13 13 12.20.20 13 13 13 12.20.20 13 13 13 12.20.20 13 13 13 13 13 13 13 13 13 13 13 13 13	A. 1 assume so. Q. I gather from your answer he uido't show in to you defore it was sent to Mr. fondias; is that correct? A. that's correct. Q. Let me just show you, before it ask you some ouestions about the Stock unit Agreement diedared dy Mr. Sokora, with resident to the decision of the board of directors on fanuary 2S, 2011, to look at a document that was marked at a drior deposition as diamitiff's Exhidit 21. [Handing] And this is a document emitted "Stock unit Agreement." Do you recognite this document? rWitness deruses exhibit? A. 1 do. Q. Can you tell me what it is, dease? A. 11's a Stock unit Agreement for boug lendias. Q. And does this contain the telms of the award that was addrived dy the doalo of directors on December 10th, 2d10?	\$222.41	William LaPereh a remination without cause, any unvested stock units would immediately vest; correct? A. Correct. Q. And was that consistent with your understanding of the terms of the award made to Mr. lendras? A. Yes. Q. And was it also consistent with the rems of the award made to other recidents at that time? A. Yes. Q. Let me show you a document that was marked dreylously at another dedosition as diaintiff's Exhibit 23. Thanding 1 This is a document that was produced by your attorneys, and it's entitled "Stock unit Agreement." And after you'ye had a charte to look at it, ict me know. I'm going to ask yoy some ouestions about it. TWitness peruses exhibit A. Okay. Q. Do you recognite the document? A. 11's a 5tock Unit Addiesment dated fanuary 25th between the comdany and Doug Lendras.
02.19.18 2 02.19.18 6 02.19.18 6 02.19.18 6 02.19.18 6 02.20.19 10	A. 1 assume so. Q. I gather from your answer ne uido'r show in to you defore it was sent to Mr. fondras; is that correct? A. that's correct. Q. Let me just show you, before it ask you some ouestions about the Stock unit Agreement diedared dy Mr. Sokora, with resdect to the decision of the board of directors on fanuary 25, 2011, to look at a document that was marked at a drior deposition as dialnuiff's Exhidit 21. [Handing] And this is a document entitled "Stock unit Agreement." Do you recognite this document? rWitness deruses exhibit? A. 1 do. Q. Can you tell me what it is, dease? A. 11's a Stock unit Agreement for boug lendras. Q. And does this correct increase of the award that was addroyed dy the doalo of directors on December 10th, 2010? A. 1 don't know how to answer that ouestion without going deck and comdating it to COMPU-TRAN SHORTHAND REPORTING	\$222.41	William LaPereh a termination without cause, any unvesteo stock units would immediately vest; correct? A. Correct. Q. And was that consistent with your understanding of the terms of the award made to Mr. fendias? A. Yes. Q. And was it also consistent with the terms of the award made to other recidients at that time? A. Yes. Q. Let me show you a document that was marked dreytously at another dedosition as diaintiff's Exhibit 23. Thanding 1 This is a document that was produced by your attorneys, and it's entitled "Stock unit Agreement." And after you'ye had a thanke to look at it, ict me know. I'm going to ask yoy some ouestions about it. TWitness peruses exhibit! A. Okay. Q. Do you recognite the document? A. 11's a 5tock Unit Add earnent dated

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	ID1	1110111 21	101
1	William LaPerch	1	William LaPerch
G2 14:31 Z	Q. And does this reflect the terms of the	02:27:02 2	Q. And with resident to the 5totk unit
12:24:38 3	Stock unit Agreement that had been addroyed by the	02:27:11 3	Agreement memorialized in the lanuary 25, 2011,
10.0440 d	dould of directors at its meeting on lanuary 25,	62.pr:15 di	Stork Award Agreement, was that set forth in any
5	2011?	62 22.1k 5	dudiji disclosure?
m2.24.45 6	A. Yes.	62 27 20 6	A, We made all required dudite disclosure;
m2+46 7	Q. And does this contain the award that	±2.27°25 7	so, 1 assume so.
m.2+35 B	was, in taci, recommended dy you for addroyal at	22 27 26 9	Q. But you don't know for rertainty, one
et 24 46 9	doth the Comdensation Committee and the doard of	54 27 Ja 9	way or the other, as you're sitting here?
#### 10°	directors on lanyary 25, 2011?	ov 27 31 10	A. Ho; 1 know for certain we made all the
52-36.62 11	A. Yes.	ag 2009 11	reouli ed disclosures.
040500 1Z	Q. And had you seen this agreement defute	22 g/14 12	Q. So that Mr the terms of
12-23-07 13	it was presented to Mr. fendras?	UZ X7.30 13	Mr. fendras' award were, in fart, disdosed in a
10 ZV to 1d	A. 1've seen this Stock tintt Agreement	022739 1 d	dudlic lilling with the SEC; is that correct?
m2:25:27 15	many times. I did not see the one that had boug's	117/77/43 15	A. Yes.
92 29 20 16	darticular information on it.	02:27: 4 16	Q. And iyas that disclosure consistent
92 75 73 17	Q. Were you aware of the terms of the	62:20:40 17	with the terms that were set forth in the document
or 25/26 18	agreement as it related to accelerated yesting?	62:27.59 18	I just showed you that are the Stock Award Agreement
2224:31 19	A. Yes.	e3:27:06 19	for Mr. fendras for fanuary 25th, 2011?
10:91.U 20	Q. And were you aware that the terms of	02:28:01 2 0	A. Yes.
12:23:36 Z1	this agreement that I've diesented to you, like the	32.28:01 21	Q. And was that disclosure made in a form
0425+0 22	earlier awards to Mr. lendras, had a provision that	∞ 23·04 22	10-K?
12:23 44 23	dicyided that any unuested stock units iyould	22.28:04 23	A. 1 don't know ii it was a 10-K or 9-K.
(2.7) 46 24	immediately yest if Mr. fendras was terminated	20:20:27 2 d	MR. WE1HSTEIN: Lei's mark this
(2-2) 52 25	without cause?	12:26:28 25	collectively and I have a rudder dand
(0.31 as 2.0	COMPU-TRAN SHORTHAND REPORTING		COMPU-TRAN SHORTHAND REPORTING
	102		104
	William La Perch	1	William LaParch
09:25:52 2	A. Yes.	55 28-37 Z	around it that may have inflicted a little
09:25:53	Q. And were those drouisions consistent	32 26-28 3	dit of damage here as Pleintiff's
_{627721.58} d	with the droyisions in other individuals' form of	DS 2642 d	Exhidir 41, glease.
102.88 03 5	agreement?	12.10% 5	(Whereupon, ADoyeNer, Inc. 10-K Annual
22.26-03 6	A. Yes.	02:30 18	Report Pursuant to Section 13 and 15fd1 Filed
12 26 94 7	Q. And looking at titls agreement, does	02:40:21 7	on 3/01/2011, filed period 12/31/2010, was
12.26 00 B	it also reflect accurately the yearing schedule that	02:01:10	inalked as Plaintiff's 1"xhr0ft 43, for id. (
m 200.12 9	had deen addroued at the doard of directors meeting	07:31:36	Q. Mr. 1aderch, I'm going to show you what
02 28:15 10	on (anuary 25, 2011?	02 01 90 10	has deen marked as diainists Exnidy 43. And for
01 26 17 11	A. Yes.	023139 11	the relidid, it's a document entitled "AdoyeNet, Inc.
02 75 10 12	Q. It reflects that 14,000 units which	02 52:96 12	30-K," and it reflerts on the Loyer dage "Annual
2,3679 13	was two-thirds; Totter17	02 12:47 1 3	Report duisuant 1d Section (1 and 15(d) Aled on
97 26 73 1d	A. Collect.	az 32.10 1. d	1/1/2011, filed deriod 12/11/2010." (Handing)
92.26:24 15	Q, of the award would yest of	02 32 16 15	I'm going to ask you if you recdgnire
92:30:20 1B	November 16th, 2012, under normal ritrumssiannes; and	a2 12 20 16	This document.
99.25:30 17	7,00d units would yest, under normal dicumstances,	m 1200 17	fWitness peruses exhiDit (
22.25.U 18	on November 16th, 20(1) (direct?	00 app. 18	A. Yes, I do.
ar 34-37 19	A. Correct.	ag 32 21 19	Q. And what is it, dlease, sit?
05 VS 10 ZO	Q. Now, you had indicated earlier in	22 U.24 20	A. 11's the AboyeHet 10-K.
At to to -FR	residonse to some duestions I asked, that the terms	d2:32 27 21	Q. And did you review this docdment before
	COMMINSOR IN ANDRE MARKINGO I CARON. HIGH THE LETTER		·
თ ფი ფი 21		22 33.28 22	ir was filed with the SEC?
m 20 50 Z1	of any stock award to an officer of the comdany	50 32.08 22	
or 20 ≈ 21 22 23	of any stork award to an officer of the couldany would do the sydject of distinguish in a filing lyith	22 32.28 22 22 32.30 23 32 32 31 24	A. I dtd.
m 20 50 21	of any stock award to an officer of the comdany	sp 36 23	

COMPU-TRAN SHORTHAND REPORTING

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<u>~</u>	Case 1:11 cv-05409-SC-PED_Docu	ment 27	-2 Filed 02/08/13 Page 28 of 95 107
	105		William LaPerch
1	William LaPerch	1	diegiously marked as diamill's Exhibit 24. And
_{02,72} ; u Z	Q. I wam to direct you to the second-to-	02 37/29 2	. 1
92:32:37	last dage of this document.	02:37:29 3	jyst to make sure that I ddn't rause further hayoc
27:36 BB C	!Witness peruses exhibit !	02:37:38 4	with that exhibit
6	Q. Do you see that document there?	es 22 39 5	A. Okay, (Handing I
(23)(0 6	A, 1 do.	. op s/ se 5	Q, Thank you yery much. 1'm going 1o show you what was marked
முவு ச	Q. Does that reflect your certification of	₩21.40 J	
97 35-16 🛭 🖰	the accuracy of what was contained in the 10-K?	22,37∺27 6	dieyiousty as diaintiff's Exhibit 2d. 1Handing1
g1/0g/18 9	A. Yes.	12.38 × 9	is that, in lact, the 8-K that was
27:02:1 ▶ 10	Q. And you, in fact, signed it defore it	g1,3804 1 0	filed On January 28th, 2011, with the SEC?
22:55 p. 11	was filed with the SEC?	02 18.03 1 1	rWiness deruses exhibit
D2:08:25 12	A. Idid.	02 50:10 12	A. Yes.
E2 35/25 13	 Q. And in signing it, you were redresenting 	c2.56 30 13	Q. And let me direct your attention to
_m sez= 1d	that the statements contained in the 10-K were true	62 56 34 1d	Exhibit 10.7, which is the I hade the third-
42 96.23 15	and accurate; I Direct?	22 3B 40 15	to-last dage of this document, which should have a
₃₂₋₃₀₋₇₉ 16	A. Correct.	02 38 43 15	Bates starnd d217 on it.
22:33:30 17	 Q. And γOu were making that rentification 	10 33 46 17	1et me know when ydu'ie there.
92:33:91 1B	with the knowledge that anyone reading the 10-K,	37 38 48 18	A. 2177
_{12:35} ⊔ 19	would rely on it; correct?	uz sa 44. 19	Q, d217.
n2 25 35 20	A. Yes,	ய அ.ஜ. 20	A, Yes.
02 35 30 21	Q. And was the 10-K true and accurate?	G2 2a 51 21	Q, Okay. This exhibit is a Stork unit
12:15:40 22	 A. To the best of my knowledge, yes. 	e2.36 S6 22	Agreement. And is that, in lact, the StdCk unit
02:30WF 23	Q. I want to direct your attention to	e25501 23	Agreement that was the form of Stdik unit Agreement
97:46:67 24	Exhidit (0.61 of this addument, which should be dage	cy-34 04 Zd	addroyed dy the dDard of directors for awards made
92:07:09 26	1dS or references dage 145.	99:33:05 26	on landary 25th, 2011?
į	COMPU-TRAN SHORTNAND REPORTING		COMPU-TRAN SHORTHAND REPORTING
4	106		108
0 1		1	108 William LsPerch
1 23 34 11 Z	106	1 (V SW 15 2	108 William LaPerch A. Il addears to de, yes.
1 2 2 2 2 2 3 2 3 3 3 3 3 3 3 3 3 3 3 3	10 6 W9IIIam <i>LaPerch</i>	_	108 William LsPerch
1	106 William LaPerch (Witness peruses exhibit)	ду жи т.s. 2	108 William LaPerch A. It addears to de, yes. Q. And directing your attention to daragra _k h 40, that contains the drovision I asked
02 98 11 3	196 William LaPerch (Witness peruses exhibit) A. Got it.	70 NW 15 Z	Milliam LsPerch A. If addears to de, yes. Q. And directing your attention to daragrain 40, that contains the drovision I asked you adout earlier - that there would de an immediate
12 36:1 3 12 36:3 d	106 William LaPerch (Witness peruses exhibit) A. Got it. Q. There's a reference, is there not, to	07 38 75 Z 02 38 21 3 97 39 39 d	Milliam LsPerch A. It addears to de, yes. Q. And directing your attention to daragraph 40, that contains the drovision I asked you adout earlier - that there would de an immediate uesting of any unuested stock units it and when an
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m2 98:11 3 m2 96:13 d m2 78:45 5 m2 18:19 6	106 William LaPerch (Witness peruses exhibit) A. Got it. Q. There's a reference, is there not, to the (dim of Stock unit Agreement for lanuary 2S, 2011; rorrect?	00 NW 15 2 02 20 21 3 97 29 29 d 07 28 40 5	Milliam LsPerch A. It addears to de, yes. Q. And directing your attention to daragraph 40, that contains the drovision I asked you adout earlier - that there would de an immediate uesting of any unuested stock units it and when an
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######################################	that indicated that some emdioyees had the odportunity to scient all or dart of their work time at home, subject to getting the necessary edproyers in blace. Q. And so, telecommuting was something that was demitted under certain circumstances by AdoyeHet; is that correct? A. Yes. Q. And were there emdioyees of the romdany who, in fact, entered into relecommuting agreements? A. There were. Q. And did you have an understanding os to the drocedure dy which a relecommuting agreement was to be requested and addroyed? A. Yes. Q. And what was your understanding? A. It was the responsibility of the person that was going to do the telecommuting to work with their supervisor and como ud with terms and conditions that were acceptable to the company and to that decommute. And then there was some deperwork to	telecommuting arrangement? A. 11 and when a supervisor adproved a relecommuting agreement, wo — they had to have an understanding with their sudarvisor on how it was going to work. Yhat was the drimary consideration. And would that understanding be memorialized in some tashion? A. 1 think that would have been good dractice, yes. A. 1 think that would have been good dractice, yes. A. 1 think that would have been good there was a droposed relecommuting agreement? A. There were too many for mo to comment on. A. 1 don't know as a general rule if the understanding between each individual and their sudarvisor was memorialized of their sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 4to, 1 did.
10/42/10 3 10/42/20 01 10/42/20 05 10/42/20 05 10/42/20 10 10/42/20 12 10/42/20 13 10/42/20 15 10/42/2	william LaPerch that indicated that some emdioyees had the odportunity to scient all or dort of their work time at home, subject to getting the necessary edproyers in blace. Q. And so, telecommuring was something that was dermitted under certain circumstances by AdoyeHet; is that correct? A. Yes. Q. And were there emdioyees of the romdany who, in fact, entered into relecommuting agreements? A. There wers. Q. And did you have an understanding os to the drocedure dy which a relecommuting agreement was to be requested and addroyed? A. Yes. Q. And what was your understanding? A. It was the responsibility of the person that was going to do the telecommuting to work with their supervisor and come ud with terms and conditions that were acceptable to the company and to that derson, by which that derson could relecommute. And then there was some deperwork to fill out and human resources to memorialize that.	telecommuting arrangement? A. 11 and when a supervisor adproved a relecommuting agreement, wo — they had to have an understanding with their sudarvisor on how it was going to work. Yhat was the diffmary consideration. Q. And would that understanding be memorialized in some fashion? A. 1 think that would have been good dractice, yes. A. 1 think that would have been good there was a droposed relecommuting agreement? A. There were too many for mo to comment on. There were too many for mo to comment on.
######################################	that indicated that some emdioyees had the odportunity to scient all or dart of their work time at home, subject to getting the necessary edproyers in blace. Q. And so, telecommuting was something that was demitted under certain circumstances by AdoyeHet; is that correct? A. Yes. Q. And were there emdioyees of the romdany who, in fact, entered into relecommuting agreements? A. There were. Q. And did you have an understanding os to the drocedure dy which a relecommuting agreement was to be requested and addroyed? A. Yes. Q. And what was your understanding? A. It was the responsibility of the person that was going to do the telecommuting to work with their supervisor and como ud with terms and conditions that were acceptable to the company and to that decommute. And then there was some deperwork to	telecommuting arrangement? A. 11 and when a supervisor adproved a relecommuting agreement, wo — they had to have an understanding with their sudarvisor on how it was going to work. Yhat was the drimary consideration. And would that understanding be memorialized in some tashion? A. 1 think that would have been good dractice, yes. A. 1 think that would have been good dractice, yes. A. 1 think that would have been good there was a droposed relecommuting agreement? A. There were too many for mo to comment on. A. 1 don't know as a general rule if the understanding between each individual and their sudarvisor was memorialized of their sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 1 don't know as a general rule if the sudarvisor was memorialized. I — A. 4to, 1 did.

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	713			115
1		į	1	William LaPerch
23 45.11 2		92:47:∐	2	Q. And is she still relecommuting loday?
245:55 3	reports?	02.47:98	3	A. 5he is.
ens q	A. Yes,	09.47 o7	đ	Let me direct your attention to what
5	Q. And could you rell me, who were those	Q\$47 =8	5	is dage i 10 of this document.
z:13:18 B	individuals that you had those discussions with?	20.4716	6	(Witness peruses exhibit)
246:21 7	A. I had a discussion with my	G2*+/ 6 2	7	Are you there, sit?
2 45:23 🛭 🖰	administrative assisiant, Gina Yhomas, who, de	02947944	8	A. (am.
2 45 28 9	because of lemily odligations, alranged to work	0297:02	9	 this page has a heading emitted
45.32 10	eyery day in the office until adproximately 2:00 or	02 47 48 1	10	"Teleconsmuting Policy." Do you see that there?
1.54.34 1.1	2:30, sdend har lunch hour trayeling home, and then	04 = 7 0 6 1	11	A. 1 do.
2:45.30 12	Work remotely from 2:30 until 5:30.	1 200,47 AT 1	12	Q. And the second full paragraph
2.4643 13	Q. And with respect to Ms. Thomas, when	62:47:52 1	13	underneath that heading, I want to direct your
14598 14	she embarked on this arrangement, did she titst	02.67.W 1	ld	attention to the third-to-last senience of that
45 46 15	addroath you to discuss the arrangement?	ab 48 05 1	15	daragraph: II begins with the words, "It an
4550 16		7J 46 06 1		emdloyee" Do yuu see that there?
·61: 17	Q. And when did she have that discussion	1 3 29 46 UB 1	•	A. Yes.
.c.u 18			_	Q. That reads, "If an employee wishes to
45.∐ 19		0298 11 1		request a telecommuting arrangement, hetshe should
45 02 20	The discussions occurred, I would say, drodadly	UE 48 17 Z	_	
.4563 21	around 2009.	10: 48 17 Z		rentaci his 4i hei sudervisor and Viscuss the
30.05 2 2		1		dossibility. A telecommuting agreement should
348307 Z 3	dresent at the office during the entire hours of her	չութ 2 -	_	sudseduenily be drawn up with the assistance of a
18.12 Zd	designated workweek; is that correct?	224AV7 Z		rediesentative of MR."
.46 23 25		uz 48:28 Z		l assumé l'hai relers lo human
.46 23 20		y7 45 30 Z	5	resources; correct?
	COMPU-TRAN SHORTHAND REPORTING	<u> </u>		CDMPU-TRAN SHORTHAND REPORTING
₹.	114			116
_ ,	William LaPerch Q. She would'⊍e been those beyond 2:10		'	William LaPerch
46:13 2			2	A. 11 does.
¥525 J	I gaiher?	32 +E 32	3	 Q. Now, I gather from your restimony
4516 4	A. Yes.	C\$-45.54	đ	regarding Ms. Thomas, that, notwithstanding the
18:17 5	Q. And the discussions she had with γου,	02 48 37	5	diovisions of the manual, there was no rescommuting
46·2! D	was it ever reduced to a written document?	07.48.42	8	agreement diawn ud with regard to her arrangement
×6:02 /	A. Ho.	32 42 44	7	with the assistance of an MR redresentative;
46:25 ₿	Q. So, the addroval was something that was	<i>∞•••</i> €	8	Forrect?
œp 9	done verdally; is that correct, sit?	024847	9	MR. delKES: Odjection to the form.
6 20 1Q	А. Уев.	0>4848 11	0	A. 1 don't know.
ы з. 11	Q. And to the extent that you had arrived	57 +630 1 *	1	 You're not aware of one, though; are
48 35 12	or this agreement with her, it was something that	T/41 57 12	2	you? is that correct?
ss 13	was arranged between you and her on a verbal dasis;	97:48 02 1 3	3	A. 1 — I infolmed NR of the arrangement
∞ 36 1 d	is that romect?	Q/4857 10	d	that I had with Gins, and I couldn't reli you if
15 A	A. It was.	62 to 01 15		they memoristized it in a document of not.
ı≙+2 16	 There was nothing dispared in writing, 	(2 (4°0) 16		Q. And you don't recall seeing one,
546 1 7	then; is that correct?	e2 40 cm 17	7	éither; is that correct?
Lus 18	A. Not that 1 recall.	12 40 th 18		A. 1 don't recall seeing one.
_	Q. Were there any other of your direct	S}4915 19		Q. And you don't recall diedaring one; is
a sı 19				
-	,	05 49 to 2 0	}	INSI corretti
ssi 2 0	reports that discussed a potential releguingsuring	024942 20 534942 21		ihai corrett?
	réports that discussed a potential releguinnauling airangement?	02 49 17 21	l	A. I didn't piedale one, no.
651 2 0	reports that discussed a potential releguing airangement? A. Ho,		! !	

Yes.

COMPU-TRAN SHORTHAND REPORTING

Ą,

12.47 U **25**

25 to 10

No, 1 didn'i say that. 1 said it was

COMPU-TRAN SHORTHAND REPORTING

A.

1	© Case 1:11-@v-05409-SC₽ED Docu	iment 27	7-2 File 02/08/13 Rage 31 of 95
	111		119
1	Willyam LaPerch	1	William LaPerch
52.4920 2	distussed verbally between the supervisor and the	02 51 83 2	A. I don't know the addless.
≈27 23 3	employee, and that an agreement had to rome forth.	62 51 DI 3	Q. Old Mr. (all quay distuss with you his
ta-most d	And there were there was this colley in MR, where	07.51 10 d	desite to work primatily out of the Choenix
5	a telerommuttng form needed to be filled out.	22.2019 5	focation?
22 09 DE B	Q. Do you know it one was littled out in	02:11:10 6	A. Na.
52:49:34 7	the case of Ms. Thomas?	N 291:14 7	Q. Oa Yau knaw if he aiscussed it with
12:49:36 B	A. I da nai knaw.	02 51.44 6	anybody?
12:48:56 9	Q. You don't know whether # was or it	04 51.19 9	A. Na, I dan'i kn ow .
94:949:02 IQ	wasn'i; is that correct?	±2 51 2⊤ 10	Q. Oo you know it there was a partitular
02.49:36 11	A. That's correct.	52 51 23 II	office to which he was expected to report?
02 48:40 12	 Q. And as you're sitting here roday, have 	U 51 27 12	A. My expectations of IoI were to spend
0148:0 13	you ever seen such a written telecommutifily agreement?	a2 51 25 13	as much time in the field at sales offices, as
02.49.45	A. For Ms. Thomas?	-2-51-38 1d	possible.
04:49.5: 15	Q. Yes.	N 51 37 15	Q. Was there an offile, though, where he
0140:0 16	A. I haye not.	09.5k Sp 16	had a primary location?
03 49:50 17	MR. WEINSTEIN: I'm going to tall fol	02.57 41 17	A. There was a small office in Choenix.
02:48 34 18	the Grodultion of that dotument if it	42.55.43 16	I don't recall the address.
02:40:55 19	exists, or some representation that it	uz 51 to 19	Q. And other than him, was there anyoody
œ-may 20	goesn'i exist.	ue 41 48 20	else situated at that offile?
æ:q5, 21	MR, GERKES: Of the reletammuting	03 51 48 21	A. There were a couple of field apa guys
U:050 22	agreement, if there is one, with Gina thomas?	E 5194 22	that were assigned to that office.
00:56 th 23	MR. WEINSTEIN: Yes.	U 51 97 23	Q. Old leff Rolk have a teletommuting
∞sc tc 2d	MR. GEIKES: I'll take it under	22 22 00 Zd	agreement?
00 54.04 25	advisement. I (an') see what the possible	G7:54:08 25	A. Yes.
	COMPU-TRAN SHORTHANO REPORTING		COMPU-TRAN SHORTHANO REPORTING
	119		120
49	William LaPerch	1	William LaPerch
ω:sans 2	relevante would be, but t'il make a note.	ay 92.08 2	Q. And what was Mr. Rork's title at the
12:00:00	MR. WEINSTEIN: Well, as you know,	∞sto 3	Lamany?
Ι.			· · · · · · · · · · · · · · · · · · ·
02:56:08 d	under the applicable tolas, the definition	_{02:57:03} d	A. Cirector of real estate.
02:56:08 d	under the applicable fulss, the definition of what's appropriately broduled is father	ω-5700 d 52:02:07 5	_
	of what's appropriately produced is rather		_
02.5613 5		52:02:07 5	Q. And who gld he distuss a reletormouting arrangement with?
02.56:15 5	of what's appropriately bloduled is father expansive. And we won't depate it now, but	52:02:07 5 02:02:15 6	Q. And who gld he distoss a reletommoting arrangement with?A. His supervisor.
02.56:13 5 02:50:15 6 02:50:17 7	of what's appropriately produced is rather expansive. And we won't depate it now, but I'm asking for it.	52:52:07 5 62:52:15 6 62:52:15 7	 Q. And who gld he distuss a reletommenting arrangement with? A. His supervisor. Q. And who was his subervisor?
02:50:15 5 02:50:15 6 02:50:17 7 02:50:18 B	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PÉIKÉS: It's expansive, but not	52:02:07 5 02:02:15 6 02:02:15 7 02:02:14 6	Q. And who gld he distuss a reletommuting arrangement with? A. Mis supervisor. Q. And who was his supervisor? A. I don't recall who his supervisor was
02.56:15 5 02.56:15 6 02.50:17 7 02.50:16 B 02.56:26 9	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not untimited.	52:52:07	Q. And who gld he distuss a reletommuting arrangement with? A. Mis supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he enforced into the agreement.
02.50/15 5 02.50/15 6 02.50/17 7 02.60/16 8 02.50/28 9 02:50/28 10	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not untimited. MR. WEINSTEIN: Okay.	52:02:07 5 02:02:05 6 02:02:15 7 02:02:14 6 07:02:14 6 07:02:14 9 09:02:04 10	Q. And who gld he distuss a reletommuting arrangement with? A. His supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he enforced into the agreement.
02.56/13 5 02.56/15 6 52.50/17 7 52.50/16 B 52.56/26 9 02.50/23 18 02.56/23 18	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unitmited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTED:	02:02:07 5 02:02:05 6 02:02:15 7 02:02:14 6 07:02:14 6 07:02:14 9 00:07:07:10 11	Q. And who gld he distuss a teleformorphic arrangement with? A. His supervisor. Q. And who was his supervisor? A. I don't recall who his subaryisor was at the time that he enfored into the agreement. Q. On you know when he enteted into the
02:50:15 5 22:50:15 6 22:50:16 B 22:50:26 9 22:50:26 10 22:50:26 11 01:50:10 12	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not untimited. MR. WEINSTEIN: Okay. DOTUMENT/OATA AEQUESTEO: Q. Do you know who tohn fat duay is?	52:52:07 5 62:52:15 6 62:52:15 7 62:52:16 6 62:52:16 6 67:52:16 9 67:52:16 10 67:52:17 11 68:52:25 12	Q. And who gld he distuss a teleformorphic arrangement with? A. His supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he enforced into the agreement. Q. Do you know when he enteted into the agreement? A. No.
02:50:15 5 02:50:15 6 02:50:16 8 02:50:16 8 02:50:20 9 02:50:20 10 02:50:20 11 04:50:10 12 04:50:16 13	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/OATA AEQUESTEO: Q. Do you know who tohn fat duay is? A. I do.	52:02:07 5 62:02:15 6 62:02:15 7 62:02:16 6 67:02:16 6 67:02:16 6 67:02:16 10 69:02:02:11 69:02:02:13	Q. And who gld he distuss a teleformorphic arrangement with? A. His supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he entered into the agreement. Q. Do you know when he entered into the agreement? A. No.
02:56:13 5 02:56:15 6 52:50:17 7 52:50:18 8 52:50:28 9 62:50:29 18 62:50:29 11 64:56:00 12 64:56:00 13 62:56:00 16	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/OATA AEQUESTEO: Q. Do you know who tohn fat duay is? A. I do. Q. What was Lis position at the tompany?	52:02:07 5 62:02:19 6 62:02:19 7 62:02:19 6 67:02:19 9 99:07:70 10 0:07:12 11 0:07:25 12 62:07:28 13	Q. And who gld he distuss a reletommuting arrangement with? A. Mis supervisor. Q. And who was his supervisor? A. I don't recall who his subervisor was at the time that he enfored into the agreement. Q. Do you know when he enteted into the agreement? A. No. Q. Do you know where he teletommuted from? A. From his home office in Lake Placid.
02:50:15 5 22:50:15 6 22:50:16 8 22:50:28 9 22:50:28 10 22:50:28 11 04:50:0 12 04:50:0 13 22:50:0 16 22:50:0 15	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTED: Q. Do you know who tohn fat duay is? A. I do. Q. What was his bosition at the tompany? A. Senfor yit a president of sales.	52:52:07 5 62:52:15 6 62:52:15 7 62:52:14 6 67:52:16 9 67:52:10 67:52:10 67:52:11 67:52:25 12 62:07:21 14 67:52:25 15	Q. And who gld he distuss a teleformouting arrangement with? A. His supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he enfored into the agreement. Q. Do you know when he enteted into the agreement? A. No. Q. Do you know where he teleformouted from? A. From his home office in Lake Placid. Q. And when you say "home office," you
02:56:13 5 22:56:15 6 32:56:16 8 32:56:26 9 02:56:22 10 02:56:22 11 04:56:36 13 22:56:36 15 02:56:36 15	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTEO: Q. Do you know who tohn fat duay is? A. I do. Q. What was Lis bosition at the tompany? A. Senfor yit a president of sales. Q. And did he eyet entet sito a	52:02:07 5 62:02:15 6 62:02:15 7 62:02:16 6 67:02:16 6 67:02:16 10 69:02:02:10 69:02:02:13 62:02:02:14 60:02:02:15 60:04:04:18	Q. And who gld he distuss a reletommuting arrangement with? A. Mis supervisor. Q. And who was his supervisor? A. I don't recall who his subervisor was at the time that he enfored into the agreement. Q. Do you know when he enteted into the agreement? A. No. Q. Do you know where he teletommuted from? A. From his home office in Lake Placid.
02:56:13 5 02:56:15 6 52:56:17 7 52:56:18 8 52:56:20 9 62:56:20 16 62:56:20 16 62:56:20 16 62:56:20 16 62:56:20 16 62:56:20 16	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTED: Q. Do you know who tohn fat duay is? A. I do. Q. What was his position at the tompany? A. Sonfor yit a president of sales. Q. And did he eyet entet sito a teletompoling attangement?	52:02:07 5 62:02:19 6 62:02:19 6 67:02:19 6 67:02:19 6 67:02:10 10 0:57:20 10 0:57:20 12 62:07:20 13 62:07:20 14 60:52:20 15 62:07:20 16	Q. And who gld he distuss a teleformouting arrangement with? A. Mis supervisor. Q. And who was his supervisor? A. I don't recall who his substylisor was at the time that he entered into the agreement. Q. Do you know when he entered into the agreement? A. No. Q. Do you know where he teleformouted from? A. From his home office in Lake Placid. Q. And when you say "home office," you mean from his home, itself A. Yes.
12.56-13 5 22.56-15 6 22.56-16 8 22.56-26 9 22.56-22 10 22.56-22 11 22.56-23 12 22.56-24 13 22.56-24 15 22.56-24 16 22.56-24 15 22.56-24 19	of what's appropriately bloduled is rather expansive. And we won't depate it now, but i'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTED: Q. Do you know who tohn faildway is? A. I do. Q. What was Lis bosition at the tompany? A. Senfor yit a president of sales. Q. And did he eyet enter sito a teleformation attangement? A. Hot to my knowledge.	52:52:07 5 62:52:15 6 62:52:15 7 62:52:14 6 67:52:10 10 65:52:51 12 62:07:25 13 62:07:25 14 60:52:51 15 60:52:51 15 60:52:51 15 60:52:51 15 60:52:51 15 60:52:51 15	Q. And who gld he distuss a teleformouting arrangement with? A. His supervisor. Q. And who was his supervisor? A. I don't recall who his substyrisor was at the time that he enfored into the agreement. Q. Do you know when he enteted into the agreement? A. No. Q. Do you know where he teleformouted from? A. From his home offit e in Lake Placid. Q. And when you say "home office," you mean from his home, itself A. Yes. Q in Lake Placid!
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02.56-13 5 02.56-15 6 52.50-17 7 52.50-18 8 52.56-20 10 02.56-20 11 04.56-10 12 04.56-10 13 02.56-10 16 02.56-10 15 02.56-10 11 02.56-10 11 02.56-10 11 02.56-10 19 02.56-10 19	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOLUMENT/DATA AEQUESTEO: Q. Do you know who tohn fatheray is? A. I do. Q. What was Lis bosition at the tempany? A. Senfor yit a president of sales. Q. And did he eyet enter sito a feet emmining attangement? A. Hot to my knowledge. Q. Where did he work? A. At a resales office in the company. He spends about 95 percent of his time on the road.	52:52:07 5 62:52:15 6 62:52:15 7 70:52:14 6 77:57:10 75:57:10 75:77:10 75:77:10 75:77:11 75:77:77 75:77:77 75:77:77 75:7	Q. And who gld he distuss a reletommuting arrangement with? A. Mis supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he enfored into the agreement. Q. Do you know when he enteted into the agreement? A. No. Q. Do you know where he teletommuted from? A. From his home office in Lake Placid. Q. And when you say "home office," you mean from his home, itself A. Yes. Q in Lake Placid: A. Yes. Q. And did you have an understanding as to whether the agreement that he real hed regarding
02.56-13 5 02.56-15 6 52.50-17 7 52.50-18 8 52.56-20 10 02.56-20 11 04.56-10 12 04.56-10 13 02.56-10 16 02.56-10 15 02.56-10 11 02.56-10 11 02.56-10 11 02.56-10 19 02.56-10 19	of what's appropriately bloduled is rather expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTEO: Q. Do you know who tohn faildbay is? A. I do. Q. What was his position at the tompany? A. Sonfor yit a president of sales. Q. And did he eyet enter also a teleformouting attangement? A. Hot to my knowledge. Q. Where did he work? A. At a resales office in the company. He spends about 95 percent of his time on the road. Q. Was there an office in Phoenix for the tompany!	22 22 27 3 6 22 22 13 6 23 22 14 6 23 22 14 6 24 25 7 10 25 7 10 25 7 12 25 12 25 12 25 12 25 13 25 15 25 25 15 25 25 15 25 25 25 15 25 25 25 16 25 25 16 25 25 16 25 25 16 25 25 16 25 25 16 25 25 16 25 25 16 25	Q. And who gld he distuss a teleformouting arrangement with? A. Mis supervisor. Q. And who was his supervisor? A. I don't recall who his subervisor was at the time that he enfored into the agreement. Q. Oo you know when he enteted into the agreement? A. No. Q. Oo you know where he teleformouted from? A. Prom his home office in Lake Placid. Q. Ano when you say "home office," you mean from his home, itself A. Yes. Q in Lake Placid! A. Yes. Q. And did you have an understanding as to whether the agreement that he reached regarding teleformouting was ever reduced to writing?
02:56:13 5 02:56:15 6 52:56:16 8 52:56:36 9 02:56:23 11 04:56:0 12 04:56:0 13 02:56:0 16 02:56:0 17	of what's appropriately bloduled is father expansive. And we won't depate it now, but I'm asking for it. MR. PEIKES: It's expansive, but not unlimited. MR. WEINSTEIN: Okay. DOTUMENT/DATA AEQUESTEO: Q. Do you know who tohn fat duay is? A. I do. Q. What was his position at the tompany? A. Senfor yit a president of sales. Q. And did he eyet enter also a teleformuling attangement? A. Hot to my knowledge. Q. Where did he work? A. At a resales office in the company. He spends about 95 percent of his time on the road. Q. Was there an office in Phoenix for the tompany!	52:52:07 5 62:52:15 6 62:52:15 7 70:52:14 6 77:57:10 75:57:10 75:77:10 75:77:10 75:77:11 75:77:77 75:77:77 75:77:77 75:7	Q. And who gld he distuss a reletommuting arrangement with? A. Mis supervisor. Q. And who was his subervisor? A. I don't recall who his subervisor was at the time that he enfored into the agreement. Q. Do you know when he enteted into the agreement? A. No. Q. Do you know where he teletommuted from? A. From his home office in Lake Placid. Q. And when you say "home office," you mean from his home, itself A. Yes. Q in Lake Placid: A. Yes. Q. And did you have an understanding as to whether the agreement that he real hed regarding

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	121	1	123
1	Wilhiam LaPerch	1	William LaPerch
≈aza 2	was at the time that he proposed teleforminating; is	∞ or 5s 2	Q. And does it exist for the year 2011?
ω:53 00 3	that tottett?	03:53:04 3	A. I would assume so.
. d	A. I dan't know who his direct supervisor	GZ.55:05 4	MR. WEINSTI'IN: Okay, I'm railing for
5	was at that lime.	C2 55 04 5	the graduction of that its for the year
22.53.00 G	Q. Who was his supervisor before his	02 55.10 6	2011.
22:51:1 7	untimety demise?	22 56 1> 7	MR, OEIKES: We'll take a look at it.
52.U.11 B	A. Doug. Mr. Iendres.	02 55 tz 6	Oo I UMENI/OATA REQUESTEO:
02.U 15 9	Q. Mi. Roik, unfortulately, passed away	50.5522 9	Q. You've mentioned, I believe, a
42:23:14 10	tecently; terrect?	225137 10	gentlemen by the name of Mr. Datte; correct?
11 \$6:50 to	A. Right.	G3:02 29 11	A. I haven't mentioned him, but I know him.
ul-0:25 12	I'm sorry; ii was Mi. Sokoja.	62:02:31 1 2	
a.o.a. 13	Q. And do you know whether the	02:25.31 13	
@.5326 Id	felecommuning allangement that Mt. Rock established		didn't. Maybe I mentioned him.
m 50-ft 15	was something that Mr. Sokota rad approved?	02:45:35 1d 02:55:35 15	Who is M1, Oatta?
03-32-12 1B	A. I don't know.	02 55:15 1 5	A. Oresently, the thief operating officer
253-17 17	Q. And you don't know whether there was	1	of aut company.
12 5356 IS	a written relecommuling agreement, either?	02:6540 17	Q. And when did he become third operating
12-23-4 1B	A. I seem to recall that Mr. Rock was on	/1:55 42 16	officer of the combany?
22524 20	a list of people that had approved telecommuting	32.55:43 1 9	A. lanuary of 1010.
77:N:N 21	agreements to place.	02.55.45 20	Q. And in tanuary of 2010, where did
M:50:51 22		±2.55.∪ 2.1	Mi. Oatta have an office?
oz-ta:sa 23		046548 22	A. In Mahwah, Hew Iersey.
02:13:35 2.3	evel sel forth in writing? A. When I saw the list of geogle that had	U:55.58 23	Q. And where does Mr. Oatta reside, if you
02:50 25 02:50 00 25		2505 24	
E 24 00 K2	approved felecommytting all angements, that was the COMPU-TRAN SHORTHAND REPORTING	(sq.5e.05 25	A. Ridgewood, New Iersey.
	122	 	COMPU-TRAN SHORTHANO REPORTING
***	Wildam LaPerch	Ι.	124
57:04 DI 2	willing.	ω _{2.36} σε 2	William LaPerch
02 94:07 3	Q. Was there ever an agreement, itself.	1	Q. And the Mahwah offile, was that
015432 4	placed in wilting, setting forth the reims that had	1 они 3	something that had been in existence for some time?
m 5e-11 5	been approved:	62.56.14 4	A. Iwo years of so. Q. And whose toga was it to have a Mahwah
22 st 1 6	A. I dan't know.	01.5617 5 03.5656 6	
1 100 20 21 1	A	C2:56 56 B	
m sauso 7	And this list that you're post about	1 -	office)
ω.sc:Ω 7	Q. And this fist that you've destribed,	02 Sk Sc 7	A. Mi. Patte's.
02-54 th B	ian you tell me mote about it? What form eld if	10 56 56 7 22 56 29 B	A. Mr. Patte's. Q. And was the reason ha wanted at office
02-54 th B	ian you tell me mote about it? What form did it takes	тын 7 тып В шып 9	A. Mr. Patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in
02:54:54 B 02:54:51 9 02:54:33 10	। ਕੰਮ you tell me mote about it? What form હੱਢੇ it lake! A. The list was an MR list of people that	m sa se 7 m se 29 B m se 24 9 m se 24 10	A. Mr. Patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood?
02-04 th B 02-04-11 9 02:04-23 10	I an you tell me mole about it? What form eid it take! A. The list was an MR list of people that had lefecommitting arrangements in place.	m sees. 7 m sees. 8 m sees. 9 m sees. 10 ee sees. 11	A. Mr. Patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Con't know, The teason given to me was
22-94-19 8 22-94-19 9 22-94-34 10 32-94-94 11 42-94-26 12	I an you left me mote about it? What form did it take! A. The list was an MR list of people that had Infecommitting arrangements in place. Q. And when would you see this fist?	m sess 7 m sess 8 m sess 9 m sess 10 m sess 11 m sess 12	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Oon't know, The teason given to me was That if would be a great place to attract.
02-94 th B 02-94 th 9 02-94-84 10 92-94-94 11 05-94-94 12 04-94-95 13	I an you left me mote about it? What form did it take! A. The list was an NR list of papale that had lefecommitting arrangements in place. Q. And when would you see It is list? A. When I asked Iot it.	m se se 7 m se se 8 m se se 9 m se se 10 es se se 11 m se se 12 m se se 13	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Don't know. The teason given to me was Ihal if would be a gleat place to attract engineering and product development talent from
02-94 CB 8 02-94-23 10 92-94-34 11 92-94-94 12 94-94-29 13 92-94-94 1d	I an you tell me mote about it? What form did it take! A. The list was an NR list of people that had lefecommuting arrangements in place. Q. And when would you see It is list? A. When I asked lot it. Q. When was the last time you saw the	07 58 56 7 27 56 24 9 02 56 24 10 02 56 24 11 07 56 37 12 12 56 34 13 U.58 36 14	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Don't know. The reason given to me was that if would be a great place to attract engineering and product development talent from rentral lengey, given you didn't have to cross the
02-94 th 8 02-94-34 10 02-94-34 11 02-94-94 12 04-94-94 13 02-94-94 14 02-94-94 14	I an you tell me mote about it? What form did it take! A. The list was an MR list of people that had lefecommitting arrangements in place. Q. And when would you see It is list? A. When I asked lot it. Q. When was the last time you saw the list?	07 58 56 7 27 56 29 8 62 56 24 9 62 56 24 10 62 56 24 11 62 56 24 12 12 56 24 13 13 56 24 13 14 52 56 24 15	A. Mr. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Don't know. The reason given to me was that it would be a great office to attract engineering and product development talent from rentral lensey, given you didn't have to cross the leppan Zee Bridge. And we were settously talking
02-94 to 8 02-94 to 9 02-94-84 10 02-94-84 11 02-94-84 11 02-94-84 11 02-94-84 11 02-94-84 11 02-94-84 11	I an you tell me mote about it? What form did it take! A. The list was an MR list of people that had lefecommitting arrangements in place. Q. And when would you see this list? A. When I asked for it. Q. When was the last time you saw the tist? A. I don't recall.	07 58 56 7 27 56 29 8 62 56 24 9 62 56 24 10 62 56 24 11 62 56 24 13 U.SE 36 14 52 56 24 15 62 56 24 16	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Don't know, The reason given to me was that it would be a great place to attract engineering and prodoct development talent from rentral lensey, given you didn't have to cross the Leppan Zee Bridge. And we were set tously talking in engineering and product development ratent at the
22-94-79 8 22-94-29 10 22-94-39 11 42-94-29 13 22-94-26 14 12-94-26 14 18 22-94-26 18 22-9	I an you tell me mote about it? What form did it take! A. The list was an NR list of people that had lefecommitting arrangements in place. Q. And when would you see this list? A. When I asked lot it. Q. When was the last time you saw the list? A. I don't recall. Q. And NR maintains a list with regard to	07 58 56 7 22 56 29 8 22 56 24 9 22 56 24 10 22 56 24 11 22 56 24 13 23 56 24 15 22 56 24 15 22 56 24 15	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Don't know. The teason given to me was Ihal if would be a gleaf oface to attract engineering and product development talent from tentral lensey, given you didn't have to cross the leppan Zee Bridge. And we were sellously talking in engineering and product development falent at the time?
22-94-19 9 22-94-24 10 22-94-24 10 22-94-24 10 22-94-24 16 22-94-24 18 22-94-24 18 22-94-24 18 22-94-24 18 22-94-24 18	I an you tell me mote about it? What form did it take! A. The list was an NR list of pagote that had relecommitting arrangements in place. Q. And when would you see this list? A. When I asked for it. Q. When was the last time you saw the list? A. I don't recall. Q. And NR maintains a list with regard to those individuals who have appropriate individuals who have appropriate individuals.	07 58 56 7 27 56 27 8 62 56 24 9 62 56 24 10 62 56 24 12 12 56 24 13 13 58 34 14 15 56 36 15 62 56 36 17 15 56 37 18	A. Mi. patte's. Q. And was the reason ha wanted all office in Mahwah, was its proximity to his home in Ridgewood? A. Con't know. The teason given to me was that it would be a gleat oface to attract engineering and product development talent from tentral lensey, given you didn't have to cross the teppan Zee Bridge. And we were settously talking in engineering and product development talent at the time? Q. So, from your point of view, was the
22-94-75 B 22-94-25 10 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 23-94-25 11	I an you tell me mote about it? What form did it take! A. The list was an MR list of people that had lefecommitting arrangements in place. Q. And when would you see this list? A. When I asked for it. Q. When was the last time you saw the tist? A. I don't recall. Q. And MR maintains a list with regard to those individuals who have appropriate telecommuting arrangements; correct?	07 58 56 7 20 56 29 8 20 56 29 9 20 56 29 10 20 56 29 11 20 56 29 13 20 56 29 14 20 56 29 16 20 56 46 17 20 56 47 18 20 56 48 19	A. Mi. Patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Con't know. The reason given to me was Ihal if would be a great place to attract engineering and product development talent from rentral lergey, given you didn't have to cross the leppan Zee Bridge. And we were set tously farking in engineering and product development falent at the time? Q. So, from your point of view, was the Mahwah location of strategit important e to AboveMet?
22-94 CB 8 22-94-23 10 22-94-24 11 22-94-24 12 22-94-24 13 22-94-24 14 22-94-2	I an you tell me mole about it? What form did it take! A. The list was an NR list of people that had lefecommuting arrangements in place. Q. And when would you see this list? A. When I asked lot it. Q. When was the last time you saw the list? A. I don't recall. Q. And NR maintains a list with regard to those individuals who have appropriate telecommuting arrangements; correct? A. That's correct.	07 58 56 7 22 56 29 8 22 56 29 10 22 56 29 11 27 56 29 12 27 56 29 13 27 56 29 14 27 56 46 15 22 56 46 17 22 56 46 17 22 56 46 17 23 56 46 17 25 56 46 17 25 56 46 17 25 56 46 19 26 56 49 19	A. Mr. Patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Con't know. The reason given to me was Ihal if would be a great oface to attract engineering and prodoct development talent from rentral lensey, given you didn't have to cross the leppan Zee Bridge. And we were set tously talking in engineering and product development falent at the time? Q. So, from your point of view, was the Mahwah location of strategit important a to AboveMet? A. Yes.
22-94-75 B 22-94-25 10 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 22-94-25 11 23-94-25 11	I an you left me mole about it? What form did it take! A. The list was an NR list of people that had I eleconomisting arrangements in place. Q. And when would you see this list? A. When I asked Intit. Q. When was the last time you saw the list? A. I don't recall. Q. And NR maintains a list with regard to those individuals who have according arrangements; forrect? A. That's forrect. Q. And they do that each and every year?	03 58 56 7 20 56 29 8 20 56 29 10 20 56 29 11 20 56 29 13 20 56 29 14 20 56 29 14 20 56 40 16 20 56 40 17 20 56 47 18 20 56 47 18 20 56 40 20 20 56 50 20 20 56 50 20 20 56 50 20	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Con't know. The teason given to me was Ihal if would be a gleaf oface to attract engineering and product development talent from tentral lensey, given you didn't have to cross the Ieppan Zee Bridge. And we were settously fatking in engineering and product development falent at the time? Q. So, from your point of view, was the Mahwah location of strategit important e to AboveNet? A. Yes. Q. And other than what you just said,
22-94 CB 8 22-94-23 10 22-94-24 11 22-94-24 12 22-94-24 13 22-94-24 14 22-94-2	I an you tell me mole about it? What form did it take! A. The list was an NR list of people that had lefecommuting arrangements in place. Q. And when would you see this list? A. When I asked lot it. Q. When was the last time you saw the list? A. I don't recall. Q. And NR maintains a list with regard to those individuals who have appropriate telecommuting arrangements; correct? A. That's correct.	07 58 56 7 22 56 29 8 22 56 29 10 22 56 29 11 27 56 29 12 27 56 29 13 27 56 29 14 27 56 46 15 22 56 46 17 22 56 46 17 22 56 46 17 23 56 46 17 25 56 46 17 25 56 46 17 25 56 46 19 26 56 49 19	A. Mi. patte's. Q. And was the reason ha wanted at office in Mahwah, was its proximity to his home in Ridgewood? A. Don't know. The teason given to me was that it would be a gleat oface to attract engineering and product development talent from tentral lensey, given you didn't have to cross the tempan Zee Bridge. And we were settously talking in engineering and product development talent at the time? Q. So, from your point of view, was the Mahwah location of sitategit important a to Above Net? A. Yes.

I at 94 Spects

And does that its still exist?

In the pest of my knowledge, yes.

COMPU-TRAN SHORTHAND REPORTING

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Thei was the pitmary reeson.

Now many Geoole Polk at the Mahwah

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			125			William LaPerl h
	1		William LaPeri h	e2.56.56	2	knowledge, existed regarding where Mr. Tendras
5/ 63	2	offite?		CV.SC SC	3	would work on a Mr. Datta took his offil e?
95.04	3		Dan'i know the esail numbel. I would		d	A. Ihat was Mr. Ostta's business, not
17.05	đ	guess same	where between, I don't know, 15 to 10.	03 59:04		
	5	Q.	Alid does that remain the tase?	0.804	5	Q. So, you had no involvement with that?
67:17	Б	A.	i actually think there's mole decole	52.5BO4	6	
57 IÐ	7	there now,		02-9-03	,	A. Right. Q. Old you continuate in any distrussions
B1 44	8	Q.	Mow manu people, to the post of your	0Z-57-86	В	
57:15	9	knowledge?		02 58 10	g	retating to where Mt. tendtas would perform his 300
.57*18	10	A.	II I think there's 25 people	02.59:15		dulles onlie Mr. Datta took Mi. Tendias' offile?
57:32		assigned th	ere. There many of them ale	57.59 VB		A. pistussions I partitipated in were that
57:24			PMs, who spend most of theil time in the	V 59.20	12	ii would be his sup ervis ol, Rajio's, decision on his
57.28			pu know, that may not be the occulation	C2 58:25	13	work arrangement.
97. 56		on any give		o⊋ 59 29	14	Q. And so, you didn't have any diffect
57:3Z		Q.	Now, does Mr. Datta still work in	92 59 12	15	I soversations with MI. Lendras, then, regarding ally
		Mahwah?	THUR, DUES	u2.59.35	16	agreement for the outpose of taleformmuling?
.ST JS		Manwan:	Ne does not,	cv 56.31	17	A. Not that I tetall.
57: 38			Where does no work now?	# ad 20 10		Q. And it was your view that as long as
67 37		Q.	White disins.	02 18 41		Mr. Daita accrowed the jet ms of any total ammuting
57 58		Α.		92 56 +6		attongement, that was okay with you; is that
	20	Q.	And when did he start working in	QV 59 48		(orrect?
1.57:42		White Olains		02 ±9 49		
	22	A.	After he gecame the 100.	02 50 40 02 50 10		
	23	Q.	And would that have been in January	02:59:53		amiyild at an agreement with Mr. findras regording
(:57:49	24	at 2d (d?		t t		-
2:57:49	26	A.	Hot not light away. Oloopoly	O shae	40	COMPU-RAN SHORTHANO REPORTING
			COMPU-TRAN SHOR IT IAND REPORTING			126
			126			William LaPerCh
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2 57 51	2	sometime	in the Februsry/Merch time Itame, he moved	57-58 AQ		
1 37.34	. 3	avel.		U3 00 Đ1		
12:51:9	. 4	Q.	And an lairness to you ant- I'll	% ₄ -93-04	đ	
υ.\$γ . \$, 6	stand totte	cted if I'm wrong you'vi indicated,	56 00 00	5	
12 5 7.51	-	fanuary of 3	2010. Might if have been possible that	03 08.09	6	
 12:50:0	-		re talking about 2d11?	03 90.14	. 7	
32:54:0		Α.	yes, it is cossible. I'm solry. Yes.	a 06 15	. 6	
02 05:1	Ċ	Υ υρ,	,	Q2 CO 15	9	
	, 10	Q.	So, when you referenced Mr. Datta's	ns 90-20	. 10	
		_	n, it was facuary of 2011?	95 56 23	. 11	the first towale at manths traveling sround to meet
	, 11	A.	Ianuary of 2dII. I'm solry; right.	01 05 25	. 12	a lot of employees; so, he wasn't in the offit e e
	, 12			03.00.00		
	2 13	Time niss	And the ·-	62-00-7		and the second s
	2 14	Q.	And he moved over sometime in the	43-04 W	_	
	ı 15			20.05:4		
	16		March time soon after his appointment,	22.00.7		
	u 17	ha moved		03,46:3		# #*==
60°46°	34 IB	Q.	pt 2011?	- 1		
57.5¢	ar 19	A.	Thai's (ight.	63 04 4		
∞. 0:	a 20	Q.	Now, whose offil e oid Mr. Oalta lake	25.40 6		
ე₹ 5 8 -	a 21	an White Pl	ains?	\$31 08 \$		
_	7 /22	Α.	Mr. lendras.	07004		
500		Q,	And Mr. lendras, vaviously, nad to	03 90 5	4 2	
37	2.3	· ·				d walk on it, given his albei il avel arial il les.

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give ad his offile -- withdrawit.

What, it any, understanding, to your

walk on it, given his aihel il avel artalilles.

I don't retail exactly, you know, the thionology of

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	129		131
1	William LaPorch	1 1	William LaPerch
:Sn: 03 2	all this, but it wasn't something I was asking about	63:02 % 2	to travel to one degree of another; is that follect (
52:01:02 3	every day.	63.52.36 3	A. Yes.
non d	Q. 9ul to the extent you ternembet title	∂2.02.37 4	Q. And do You know now often he Hayeled
5	LonPersation, I think you said if was sometime in	69:04:38 5	in the months following his appointment as thief
53:01 12 6	the MarchtAprit time frame - yout tholte of words;	23.52 42 6	ooglations officet?
:2:05 95 7	Lairect?	09.02.45 7	A. I don't understand the question.
23.01:55	A. Hard to recall.	G3 02:47 8	Q. Do you know how many weeks of months
t9:01:59 9	Q. That's your best renollection; is that	6502/51 B	he II aveled following his Bopointment as Thief
t3:01.59 1 0	Latrect?	03-52-54 10	operations officer?
23.01 22 11	A. It's hard to recall.	42/25-25 1.1	A. He traveled frequently. I don't know
25 01 23 12	Q. You're not sure if it was March or	99:32:57 12	which days he traveled and which days he didn't, Out
63.01.28 13	April; is that correct?	03:50:00 13	he traveled frequently.
t3:01:27 Id	A. Ihai's collect.	02:00:02 Id	Q. And were these travel arrangements
Da: 01 27 15	Q. If might've been at some tate! (Ime?)	03/37:54 1 5	something that were done well in advante, or
ta:01 32 1 B	A. It might've been.	02/02/16 16	sometimes on short notice?
to.01.12 17	 Q. Now, you mentioned Mr. Catta traveled; 	03/90:02 17	A. There was planning involved, yes.
N.61 U 18	Latrett?	08.20.15 1B	Q. And did he shalle with you his maker
to.01.38 1 B	A. forrect.	03/03/17 19	si hedule?
to:01:36 20	Q. And he traveled, I gather from your	03:23.14 20	A. It was avaliable on Outlock, which is
1001.fs 21	resoonse, to some degree after his accontinent as	01 69.21 21	the you know, the Milliosoft system that we all
10.0·4 22	(file) poetations officet; correct?	01 03:25 22	have access to, to look on people's calenders. 50,
23 et 23	A. I girect.	23 03 26 23	IF I had a tremendous interest on where he was any
35.01·47 2d	Q. And where would be tisuel to!	D3 03.72 2 d	partitulal day, I could look on bullook.
(5-51-60 26	A. Yarious (ustome) (ocations (ustome)	03 03:25 25	Q. And did you evel took at Optiook?
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•	William LaPerch		132
03 01.51 2	i30 William LaPerch	1 (2000:337 2	132 William I aPerch
02 02 51 2 03 01 50 3	i30 William LaPerch and employee locations in the AboveNet location.	G9:90:37 2	132 William I aPerch A. OI casionally,
33:01:5 9 3	i30 William LaPerch and employee locations in the AboveNet location.	63:30:17 2 63:20: V 3	132 William I aPerch A. OI castonally, Q. And could you tell me, based on youl
03:02:04 d	(30) William LaPerch and employee locations in the AboveNet locipiint. Q. And that would be throughout the united States (63:30:37 2 63:20: V 3 m:33:43 d	William I aPerch A. OI castonally, Q. And could you tell me, based on youl review of Outlook, how frequently Mr. Oatta was
03:01:39 3 03:02:00 d 03:07:05 5	130 William LaPerch and employee locations in the AboveNet footprint. Q. And that would be throughout the united States: A. Throughout the united States. Over in	63:03:17 2 63:03:17 3 63:13:43 d 63:63:43 5	William I aPerch A. OI casionally, Q. And could you left me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months following his
03:01:59 3 03:02:01 d 03:07:02 5 03:01:02 6	130 William LaPerch and employee locations in the AboveNet toolprint. Q. And that would be throughout the united States! A. Throughout the united States. Over in Landon, as well.	63:03:27 2 63:28:V 3 03:43:43 d 63:63:43 5 03:63:44 6	William I aPerch A. Of castonally, Q. And could you fell me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his aboointment as third ocetating offit et?
03:01:39 3 03:02:00 d 03:07:00 5 03:02:02 6 03:02:02 7	I30 William LaPerch and employee locations in the AboveNet footprint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, as well. Q. Would it be fail to say he traveled	63:03:37 2 63:03:49 3 63:43:43 4 63:63:43 5 63:63:43 6 63:63:47 7	William I aPerch A. Or castonally, Q. And could you tell me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his absolutement as this locatating offit et? A. For the months Introving his appointment
03:02:09 d 03:02:00 d 03:07:00 5 03:02:00 6 03:02:00 8	William LaPerch and employee locations in the AboveNet lociptint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, es well. Q. Would it be fail to say he traveled extensively?	63:03:27 2 63:03:24 3 63:03:44 4 63:03:43 5 62:03:44 6 03:03:47 7 93:03:48 8	William I aPerch A. Di casionally, Q. And could you tell me, based on your review of Duflock, how frequently Mr. Datta was absent from the office for the months tollowing his aboointment as thiel ocetating offit et? A. For the months Introving his appointment of chief operating officer, he was absent yery
03.021:39 3 03.021:00 d 03.021:00 5 03.021:00 5 03.021:00 8 03.021:20 9	INTIMEM LaPerch and employee locations in the AboveNet toolprint. Q. And that would be throughout the united States! A. Throughout the united States. Over in Landon, as well. Q. Would it be fail to say he maked extensively? MR. GEIKES: Objection to the form.	63:03:27 2 63:23:V 3 03:53:44 d 03:03:44 6 03:03:47 7 03:03:49 8 03:03:53 8	William I aPerch A. Of castonally, Q. And could you tell me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his aboointment as thiel coefating office? A. For the months Inflowing his appointment of chief operating officer, he was absent yery frequently in the immediate 60-dsy time frame.
03.02:09	I30 William LaPerch and employee locations in the AboveNet toolprint. Q. And that would be throughout the united States: A. Throughout the united States. Over in Landon, as well. Q. Would it be fail to say he Haveled extensively? MR. ○□(KES: Objection to the form. What time period)	63:00:37 2 63:20:49 d 63:03:41 5 63:03:41 6 63:03:47 7 93:03:49 8 93:03:53 8 93:03:56 10	William I aPerch A. Or castonally. Q. And could you tell me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his absolutement as this coetating offit et? A. For the months Introducing his appointment of chief operating officer, he was absent yery frequently in the immediate 60-dsy time frame tollowing his appointment as COO.
03.02:09 d 03.02:00 d 03.02:00 6 03.02:02 7 03.02:06 8 03.02:06 9 03.02:06 10 03.02:06 11	William LaPerch and employee locations in the AboveNet lociptint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, es well. Q. Would it be fail to say he traveled extensively? MR. OFIKES: Objection to the form. What time ceriod! MR. WEINSTEIN: After he was employed	63:03:27 2 63:03:24 d 63:63:43 5 62:63:44 6 63:63:47 7 93:63:49 8 93:63:48 8 93:63:48 10 93:63:48 11	William I sPerch A. Of casionally, Q. And could you fell me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months following his aboointment as third coetating offit et? A. For the months Inflowing his appointment of chief operating officer, he was absent yery frequently in the immediate 60-day time frame following his appointment as COO. Q. So, he would'up beeff, based on your
03.02:04 d 03.02:04 d 03.02:05 6 03.02:02 7 03.02:06 8 03.02:06 9 03.02:06 10 03.02:06 11 03.02:06 12	INTIMEM LaPerch and employee locations in the AboveNet toolprint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, as well. Q. Would it be fail to say he traveled extensively? MR. **OEIKES**: Objection to the folm. What time cetiod! MR. WEINSTEIN**: 4ffet he was employed as thiel operations officet.	63:33:37	William I aPerch A. Of castonally. Q. And could you tell me, based on youl review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his aboointment as thiel ocetating offit et? A. For the months Inflowing his appointment of chief operating officer, he was absent yery frequently in the immediate 60-day time frame following his appointment as COO. Q. So, he would'up beetl, based on your testimony, absent from the offit of the more than
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03.07:39 3 03.02:04 d 03.07:05 5 03.02:02 7 03.02:05 8 03.02:05 10 03.02:05 11 03.02:05 12 03.02:05 12 03.02:05 12 03.02:05 12 03.02:05 12 03.02:05 12 03.02:05 12 03.02:05 13 03.02:05 14 03.02:05 15 03.02:05 1	In the Witness: For the getlod William LaPerch and employee locations in the AboveNet toolprint. Q. And that would be throughout the united States: A. Throughout the united States. Over in Landon, as well. Q. Would it be fail to say he traveled extensively? MR. OEIKES: Objection to the form. What time ceriod! MR. WEINSTEIN: 4ffer he was employed as third operations officer. THE WITNESS: For the getlod MR. OEIKES: Objection to the form. INE WITNESS: I'm sorry. MR. OEIKES: Go shead, you can priswer.	63:00:037	William I sPerch A. Di castonally. Q. And could you tell me, based on youl review of Dullook, how frequently Mi. Datta was absent from the office for the months tollowing his aboointment as thiel operating offillet? A. For the months Introducing his appointment of chief operating officer, he was absent yeary frequently in the immediate 60-day time frame following his appointment as CDD. Q. So, he would'ue beet, based on your festimony, absent from the offille fall more than oresent in White Plains; is that forced? MR. Offices: Objection to form. A. He would'ue been traveling on business fall more that he'd be in White Plains.
03:02:09	William LaPerch and employee locations in the AboveNet locipiint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, es well. Q. Would it be fail to say he traveled extensively? MR. OEIKES: Objection to the form. What time ceriod! MR. WEINSTEIN: After he was employed as third operations officer. THE WITNESS: Por the period — MR. OEIKES: Objection to the form. INE WITNESS: I'm sorry. MR. OEIKES: Go shead, you can prove. A. For the period right after his	63:03:37 2 63:03:43 d 63:03:43 d 63:03:43 5 63:03:43 6 63:03:43 6 63:03:43 8 63:03:58 10 63:03:58 11 63:03:58 11 63:03:68 12 63:04:04 13 63:04:04 15 63:04:04 15 63:04:04 15	William I sPerch A. Of castonally. Q. And could you tell me, based on youl review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his abpointment as thiel ocetating office? A. For the months lottowing his appointment of chief operating officer, he was absent yery frequently in the immediate 60-day time frame following his appointment as COO. Q. So, he would'up been, based on your testimony, absent from the office fall more than oresent in White Plains; is that forect? MR. Offices: Objection to form. A. He would'up been traveling on business fall more that he'd be in White Plains. Q. That's my question. So, the answer to
03:07:39 3 03:07:30 d 03:07:30 5 03:07:30 6 03:07:30 8 03:07:30 10 03:07:30 11 03:07:30 11 03:07:30 12 03:07:30 13 07:07:30 13 07:07:30 15 07:07:30 15	William LaPerch and employee locations in the AboveNet toolprint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, as well. Q. Would it be fail to say he traveled extensively? MR. OBIKES: Objection to the form. What time cellod! MR. WEINSTEIN: After he was employed as thiel operations officer. THE WITNESS: Por the getlod MR. OBIKES: Objection to the form. INF. WITNESS: I'm sorry. MR. OBIKES: Go ahead, you can priswer. A. For the period right after his appointment as 100, he did here an extensive travel	63:00:07 2 63:00:04 d 63:03:44 d 63:03:44 6 63:03:47 7 93:03:48 8 93:03:53 8 93:03:56 10 93:03:56 11 93:04:06 12 93:04:06 14 93:04:06 14 93:04:06 15 93:04:06 15 93:04:06 15	William I sPerch A. Or castonally. Q. And could you tell me, based on youl review of Outlook, how frequently Mr. Oatta was absent from the office for the months tollowing his aboointment as thiel ocetating offit et? A. For the months lottowing his appointment of chief operating officer, he was absent very frequently in the immediate 60-day time frame lottowing his appointment as COO. Q. So, he would'up obet, based on your testimony, absent from the offit of fat more than oresent in White Plains; is that totred? MR, or tkes: Objection to form. A. He would'up open traveling on obsiness lat more that he'd be in White Plains. Q. That's my question. So, the answel to that is, yes?
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03.07:39 3 03.07:39 6 03.07:20 6 03.07:20 7 03.07:20 10 03.07:20 11 03.07:20 12 03.07:20 13 07.07:21 13 07.07:21 15 07.07:21 16 07.07:21 17 07.07:11 18 23.07:21 19 23.07:22 21 22 23 24 25	William LaPerch and employee local ions in the AboveNet Lociplint. Q. And that would be throughout the united States! A. Throughout the united States. Over in London, es well. Q. Would it be fail to say he traveled extensively? MR. OEIKES: Objection to the form. What time period! MR. WEINSTEIN: After he was employed as thiel operations officer. THE WITNESS: For the period — MR. OEIKES: Objection to the form. INE WITNESS: I'm sorty. MR. OEIKES: Go shead, you can priswer. A. For the period right after his appointment as 100, he did have an extensive travel schedule to get out and introduce himself in his new tota to the rest of the company. Q. And did there ever come a point iff time after his appointment, where he reased traveling altogether?	63:33:37 2 63:33:43 d 63:43:44 d 63:63:43 5 63:63:43 6 63:63:43 6 63:63:43 8 61:03:63:6 10 63:03:65 11 63:03:65 11 63:04:04 15	William I aPerch A. Or castonally, Q. And could you left me, based on your review of Outlook, how frequently Mr. Oatta was absent from the office for the months following his appointment as thief operating office? A. For the months following his appointment of chief operating officer, he was absent yery frequently in the immediate 60-day time frame following his appointment as COO. Q. So, he would'de beeff, based on your restimony, absent from the office far more than oresent in White Plains; is that rathed? MR. Offices: Objection to form. A. He would'de been traveling on business far more that he'd be in White Plains. Q. That's my question. So, the answer to that is, yes? A. Yes, he would be traveling on business. No wouldn't be absent; he'd be fraveling on business. Q. No, I didn't mean to say that he wasn't working. My question really was whether he was obysically in White Plains.

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William LaPerch

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where he was. Absent, to me, is, I tan't and sameane.

Okay. So, my question to you wasn't Q. whether you knew Where he was; quite the opposite. My question was whether you were aware that he was ar locations other than the White Plains office, following bis appointment as third operations affirer.

MR. PEIKES: objection to the form.

Yes, I was.

And it I understood your testimony pattectly, since he was traveling frequently, he was often not at the White Glains office in the thanths following his appointment as third operations officer; 15 that corrett t

MR. GEIKES: Objection to the form.

Yas.

I'm going to show you a dotument that Q. was marked at a difor deposition as Pathriff's Exhipii 26. (Handing) This was a dolument a roduled by your lawyers. If contains a Bates stamp of 0198. And I want to dirett your attention to an email at the pottom of the page from Rajiv Datta, sent Wednesday, Peproary 2ng, 2011, at 5:09 a.m. to you. COMPU-TRAN SHORTHANO REPORTING

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William LsPerrh

Do you relight telleiving this email? (Witness peruses exhibit)

I don't tetall tetelving this email; not abytausly, I did.

I'm gaing to ditett your attention to the tast oart of this email. Well, no. Let me do this: The first Oatt of this email reads -- the subject is "Office Updates." It says, "The Olan is for me to move into boug's affire in Wa." I'm assuming that's a reference to White Glains.

That would, as patently, be a teletentle to Mr. Tendras; rorrect?

> Α. Yes

II goes on to say, "I made it fieat that I am fine with taking some other sdate colentially, the tilk conference foom - and don't viant to make a moye, but Goog left it was only addicortate lor me to have that offit e and that he never wanted to be in that alea in any tase. He would talket work from home, since he doesn't have any significant a ecole ill While Glains."

i wani to dirett your attention to the last two sententies of that paragraph: "What we agreed to in the end is that I would share my travel COMPU-TRAN SHORTHAND REPORTING William LaPerch

schedule with him and that he would work from Wo on 2 any day ihai i was ihele, bul would work from home 09/07:41 on other days, assuming there was no other reason 93 07 44 to him to be in Wa. I think this is akay." 5 03 07 47

you don't remember getting this

email; is that tottect?

I don'l Lemembel, no.

Oo you know it Mr. Oatla shated 145 21:07:56 travel schedule with Mr. rendras, as indicated in 01 06:00 10 this email? 03 GB 02 1 1

Α. I don'I know. G3.04:01 12

> The next Cataglach says, "In telms of finding him a teasonable home in W^o, any thante we ian move Sanjay out of that office, or will I have io make Mehi dad give oo his offii e?"

On you know who he's referring to as

"Sanjay"? යාගන 18

22 08 24 19 Α.

> Who is Sanjay? Q.

Sanjay is the vite president of 03 95 27 21 internat audit. us ce.30 22

And did he have an office in Q. us do se 23

White Plains? es-pa ss 24 en of 92 25

COMPU-IRAN SHOR?HANO REPORTING

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William LaPell h

And he had an office in While clains on 2 u2 48 33 February 2nd, 2011? 63 98.35 3

Α. Yes. 63.68 **3**7

Q.

And did you eyel tesdand to the og 08 37 question laid out in this email from Mt. Datta to Ω us **39** you, where he says, "Any thante we can move Sanjay 7 01 ns 42

out of that office?" Old you ever respond to that? 02.0848

I don't tecall. Α.

Was Mr. Sanjay moved out of his office Q. es de U - 1 🛈 in White Plains? 99-04 S# 11

Α. 22 of 52 12

There's also a reference here to 37 06 St 13 Q.

Mehidad. Oo you know who that is? nue pa 1d

> I da. Α.

Who is Mehidad? es come 16 Q.

He is out directed of IT. es cers - 17

And where was his offile located? es on 19 16 Q.

Mis office was -- main office was over escerot 19

in Mahwah, but he spent a tonsiderable emount of 93 34 RZ 20 time in White Plains.

ია⇔იი 21 Q. old he have an offil e in White Glains, 2195≪ 22

op 99 14 23 as well?

He used a spare office on the -- in one 02 09 41 **24** Α. ms es 16 25 of the totners.

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137	139
Witham LaPell h	William LaPerch
a find the state of the state o	6<:0258 2 Q. And was it you that rejected it?
and the same of the ball of the same of	order 3 A. Yes.
says, "Will I have to make Mehidad give ud his	out d Q. And what was the teason you rejected
	64-01-04 5 11.7
T DOM'T COUNTY	nested 6 A. Daug na langel warked follows.
d when the second secon	Marke 7 Q. No longer worked for you, meaning you
	िक्काक B welle no longer his supervisor; is that torrett?
	m-95-12 9 A. Right, yes.
	orem 10 Q. And at what point in your view was he
The state of the s	wm is 11 no longer a direct report to your
	04.9519 12 A. When I made Rejly the COO.
ெள்ள 13 Q. Does Mr. Saniay still have an office	M 0123 13 Q. And befole Mr. Datta was made the COD,
	and 14 there was no 100; is that totrect?
	οι:::27 15 A, Yes.
movement 16 Q. And then at the ent at says here,	warm 16 Q. So, a number of beoble, who had seen
- The week I am pack	war 24 17 your direct reports, were now reporting to Mr. Darra
	ωσιο 18 onte he was the COO; is that to trect?
2364 19 Oo you remembel when Mr. Datta Gave 20 retuined from India?	04-01:55 18 A. Correct.
	Maias 20 Q. Old you have any direct reports at that
	CANDE 21 COINT ONCE MI. Datta became the 1 00?
MR. WEINSTEIN: We rould take a fanth	04 01 12 22 A. Yes.
oreak, since it's Low after Lo'Hock, and	Mars it less than the number of direct
tecanuene,	45144 2d Teborts you had dieylously?
9-40.11 25 MR. PEIKES: Okay.	04 01 45 25 A. Yos.
I OMPU-TRAN SHORTHAND REPORTING	COMPU-TRAN SHORTHANO REPORTING
William LaPorch	lod
man 2 (I vni hean recess held from 2:42 to 1:56 p.m.)	William LaPerch
03:5613 3 ONTINUED EXAMPLATION BY MR. WEINS LEIM:	Q. What were the number of direct reborts
sisses d Q. Mi. LaGerch, I'm going to show you	45% 3 you had after Mr. Oatta became the 1007
05.5956 5 what was marked at a orior debosition at Orainfili's	Months d A. I had Mr. Oatta reporting rome. I had
0435002 6 Exhibit 21. (Handing) this inditated here that	94.0157 5 Mr. Clavarella, who is out CFO. I had Mr. Sokola,
7 It's a dolument generated by Tendian Sett-Service.	േടുടെ 6 general rounser. And I had Mr. Arpa, who ran a
of the series of	พระ 7 small onli for us down in Vilginia.
eren 9 with the Cettdian Sett-Service.	φ.α.n B Q. And that was it?
9/6022 10 A, 1 am,	04.2212 9 A. And I also had my assistant, Gina.
M2073 11 Q. And what is that service?	οι αντό 10 Q. So, in addition to Mr. Lendras, 1
HO24 12 A. It's a service that I ues and sends	34.20.10 III gai her, then, Mr. larquay was no longer redorting
outers 13 elong documents for various related functions inside	α φ 24 12 directly to you; is that toffel (
orders Id The company.	, , , well.
	ocum id Q. Me was reporting to you?
u xxx 15 Q. And this partitulal dolument fellects	ordered 15 A. He was reporting to Rajly, yes.
யல்ல 15 Q. And this partitulal dolument tellects வகை 16 There had been a request made for relocommuniting by	ार्थ A. He was reporting to Rajly, yes. अन्यका 16 Q. So, Mr. Jendlas and Mr. Jarduay were
Q. And this partitulal dolument fellects was 16 There had been a request made for relocommuting by Mexit 17 Mt. Jendias on February diff, 2011; forrel?	ा अवश्य 15 A. He was reporting to Rajiv, yes. अवश्य 16 Q. So, Mr. Jendias and Mr. Jaiduay were । अश्य 17 no longer your direct reports; correct?
Q. And this partitulal dolument fellects where 16 There had been a request made for relocommuting by MEDITAL 17 MIL Jendias on February diff, 2011; forself? A. Correct.	order 15 A. He was reporting to Rajly, yes. order 16 Q. So, Mr. Jendias and Mr. Iarduay were order 17 no longer your direct reports; correct? A. Correct.
Q. And this partitulal dolument reflects there had been a request made for relocommuting by MEDITAL MIL Jendias on February diff, 2011; Torrel1? A. Correct. Consect. Consect.	अवश्य 15 A. He was reporting to Rajly, yes. अवश्य 16 Q. So, Mr. Jendias and Mr. Iai doay were अवश्य 17 no longer your direct reports; collect? अवश्य 18 A. Correct.
Q. And this partitulal dolument reflects where 16 There had been a request made for relocommuting by Mr. Jendras on February diff, 2011; forreit? A. Correct. And it indicates, "Status: Dolument where 20 has been rejected." On you see that indicate?	Me was reporting to Rajly, yes. May 16 Q. So, Mr. Jendras and Mr. Jarduay were Me 2016 17 no longer your direct reports; correct? Me 2017 18 A. Correct. May 19 Q. And other than Mr. lendras and May 120 Mr. Jarduay, were there any other individuals, who
Q. And this partitulal dolument reflects there had been a request made for relocommuting by Mr. Jendras on Pebruary diff, 2011; forself? A. Correct. And It indicates, "Status: Dolument has been rejected." On you see that indicate? A. I do.	outs: 15 A. He was reporting to Rajly, yes. was: 16 Q. So, Mr. Jendras and Mr. Iarduay were was: 17 no longer your direct reports; correct? A. Correct. outs: 19 Q. And other than Mr. lendras and was: 20 Mr. Iarquay, were there any other individuals, who uses 21 had oreviously open direct reports to you, who logic
Q. And this partitulal dolument tellects where 16 there had been a request made for relocommuting by Mil. Jendias on February diff, 2011; forrel 1? A. Correct. A. Correct. And it indicates, "Status: Dolument has been rejected." On you see that inde? A. I do. Q. Mad 17-e dolument, what over 1 ombitsed	out 20 Mi. Jai quay, were there any other individuals, who was 21 had dieviously been direct reports to you, who luste works 22 now reporting to Mi. Datts onto the became the COOL
Q. And this partitulal dolument reflects there had been a request made for relocommuting by Mr. Jendras on February diff, 2011; forreit? A. Correct. Q. And it indicates, "Status: Dolument has been rejected." On you see that mode? A. I do. Q. Mad rise dolument, what over 1 ombitsed the request for relecommuting, beett forwarder to	out 201 15 A. Ne was reporting to Rajly, yes. out 201 16 Q. So, Mr. Jendlas and Mr. Jaiduay were no longer your direct reports; collect? out 201 18 A. Correct. out 201 19 Q. And other than Mr. lendlas and out 201 Mr. Jaiduay, were there any other individuals, who out 201 had dieviously been direct reports to you, who region out 201 and reporting to Mr. Datta onto the became the COOT out 201 23 A. Yes.
Q. And this partitulal dolument reflects there had been a request made for relocommuting by Mr. Jendras on Pebruary diff, 2011; forself? A. Correct. A. Correct. And it indicates, "Status: Dolument has been rejected." On you see that indicate? A. I do. Q. Mad rise dolumetti, what over tombrised the request for relecommuting, beet forwarded to you?	order 15 A. Ne was reporting to Rajly, yes. order 16 Q. So, Mr. Jendias and Mr. Jai doay were order 17 no longer your direct reports; correct? A. Correct. order 19 Q. And other than Mr. lendias and order 20 Mr. Jai quay, were there any other individuals, who order 21 had dieviously been direct reports to you, who logic order 22 now reporting to Mr. Datta onto he became the COOT
Q. And this partitulal dolument tellects there had been a request made for relocommuting by Mil. Jendias on February dih, 2011; forrel1? A. Correct. A. Correct. And it indicates, "Status: Dolument has been rejected." On you see that indic? A. I do. Q. Mad me dolument, what over 1 ombitsed the request for relecommuting, beett forwarded to you? A. Yes.	A. He was reporting to Rajly, yes. 9-47-51 16 Q. So, Mr. Jendlas and Mr. Iai doay were 17 no longer your direct reports; correct? A. Correct. 9-47-41 18 Q. And other than Mr. lendlas and 9-42-51 20 Mr. Iai quay, were there any other individuals, who 9-42-51 20 had oreviously been direct reports to you, who luste 9-42-52 22 now reporting to Mr. Oatta onto he became the Cool 9-42-52 23 A. Yes. 19-52-52 24 Q. Who would that have been? 19-52-52 25 A. Mr. Oanaldson.
O. And this partitulal dolument tellects where 16 there had been a request made for relocommuting by Mil. Jendras on February dih, 2011; forrel1? A. Correct. A. Correct. And it indicates, "Status: Dolument has been rejected." On you see that indicate? A. I do. Q. Mad me dolumetti, what over 1 ombitsed the request for relecommuting, beett forwarded to you? A. Yes. COMPU-?RAN SHORTHANO REPORTING	out 20 15 A. He was reporting to Rajly, yes. 9-12-31 16 Q. So, Mr. Jendias and Mr. Tai duay were 18-20-17 no longer your direct reports; correct? A. Correct. 19 Q. And other than Mr. lendias and 9-12-31 19 Q. And other than Mr. lendias and 9-12-31 20 Mr. Tai quay, were there any other individuals, who 19-32-32 21 had oreviously open direct reports to you, who logic 19-32-32 22 now reporting to Mr. Oatta onto he became the Cool 19-32-32 23 A. Yes. 19-32-32 24 Q. Who would that have been?

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Old Mr. balta check with you after

COMPU-TRAN SHORTHANO REPORTING

he wrote this email inditating he would thenk

with BIII, which agoleans to be a reletence to

❈

am es 13

04 08 CS 24

or nc 10 **25**

(Handing)

also seems to be generated by Ceridian Sell-Service.

On you repagnize this document?

COMPU-TRAN SHORTHAND REPORTING

Q: And that did not I ome directly for Mr. lendras; it came from Ceridian. Is that correct?

A. Caridian is the system that generates this request.

Q. Right, okey. Now, it notes "Effective date: 2/14/2011," on the first page.

Do you see that there?

. Okay.

Q. Did you have an understanding at all as to what that date signified? Was that the date that it was interided to be the beginning of telecommuting, or was that the date that it was, in fact, deemed to be the effective date of the agreement?

A. I'm not 100 percent sure, but I think Ceridian generates dates based on payroll dates and 2/1d is the next payroll date after 2/d.

Q. Now, up on top, there's a statement, *Document Number 247433. Originally submitted by Douglas Tendras on 2/4/2011, 1 2:19:25 a.m.*

Oo you see that there?

A. I do.

Q. Does that mean that this had been COMPU-TRAN SHORTHAND REPORTING And do you know, as you're sitting here

sense d today, whether, at ady point in the subsequent to

sense 5 your rejection of the request because you were rict,

alone 6 in your view, the supervisor for Mr. lendres,

with 7 whether Mr. Datta made any kind of direction

with 8 relating to Mr. Jendres' status as a telecommuter?

select 10 A. I know that Mr. Datta had discussion

A. I know that Mr. Datta had discussions with Mr. Jendras on how that would work, yes.

oction 12 Q. And what 7m asking you is whether oction 13 there was anything that I ame to you through the saces 14 Ceridian workflow after this rejection by you, that would confirm that status!

A. Not through Ceridian workflow.

Q. How did it come to pass?

a usi 18 A. I'm no longer — when the changes were sense 18 made in the organization, Ceridian would have — sense 20 would not be programmed to do so.

Q; So, when, if at all, were you informed exact 22 that Mr. Datta had arrived at an agreement with

or 1250 23 Mr. lendles relating to telecommuting?

Mr. lendles relating to telecommuting?

Mr. lendles relating to telecommuting?

Sometime, you know -- sometime, obviously, efter COMPU-TRAN SHORTHAND REPORTING

7 of 94 sheets

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Page 143 to 148 of 295

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			149		ISI
	1		William LaPerch	1	William LaParch
04 13 08	2	Mr. O acta b	ecame the I pt and after I rejected this,	04.14.46 2	that mean you nevel saw anything?
04 53:24	3	Out I can'i	I don't know the exact date.	∆-14:#7 3	A, Idon'i — Idon'i jemembel. Idon'i
04:43:07	đ	Q.	Do you temember the month?	94:14.51 4	remember if I saw — I may have; I don't temember.
40	5	A.	Not specifically, no.	orte to 5	I just don'i remembel.
pi-13.14	6	Q.	Was it after you said it was after	92:14:95 B	Q. Sa, yau dan'i knaw it you did ai yuu
94-11.17	7	the rejettion	n; so, do you know whether it was in the	24:14:57 7	did not; is that correct?
94 18 14	В	same month	or a following month?	041438 B	A. I don't know !! Rajiv ever put in
ord pt	9	A.	I don't, no.	j paris na 9	writing to me, to an email of to an email that,
04-13.22	10	Q.	And how was it that Mr. Datta shated	04:5:27 10	you know, outlined the general terms, what we just
04 13 24	11	inis informa	ilian will hyau?	04 *5.10 11	discussed.
04 F3 W5	12	A.	Yeloalij.	04195:16 12	Q. But you do remember a conversation,
04/53/28	13	Q.	And was allyone else olesent when he	04 15112 13	which he indicated that he had accroved telecommuting
64-13:29	14	shated this	with you?	u+ 15 14 1 d	by Mr. lendras, and the general pulline of that
54-13-35	15	A,	I don't Iomemper.	S4115 18 15	understanding; is that correct?
94:11:91	16	Q.	You don't know whether I was a	e+15:19 16	A. He said he approved an arrangement
94:13:32	17	181.e~10-181@	meeting of a releasant distussion?	94.19:31 17	where Doug was going to be in the office when he was
04:12:08	18	A.	I don'i.	64-19-94 1 6	in the office unless poog was traveling, yes.
04:13/36	19	Q.	In the extent that you had a	3415-25 19	Q. And did he indicate to you that he
	20	tounet satio	n with him on the subject, do you	04-15-97-20	would share his travel streedule with Mr. lenotas?
04:13:40		reinembei f	now long the conversation lasted?	6e-15e1 21	A. Whei do you mean "share"? I don't
04/1/40		Α.	No.	. 04 154J 22	Q. That he would attaile Mr. lendtas with
04-14-14		Q.	And did Mr. Oatta indicate in this	04-15 sc 23	his öaver sthedule.
	2 d		n that he, in fact, had agreed to a	04.1551 24	A. That was not distussed.
(M:1 51	25		ing atrangement with Mt. lendtas?	≪is tz 25	Q. And you don't recall whether he rold
			COMPU-TRAN SHORTHANO REPORTING	t	
					COMPU-TRAN SHORTHANO REPORTING
)		150		152
•	,		IsO William LaPerch	1	rsz William LaPerch
OI +3-52	2	A .	Uilliam LaPerch Yes.	(4:1504 1	152 William LaPerch you one way of the other; is that confect?
04.13:54	3	A. Q.	Is() William LaPerch Yes. And did he shale with you his	64 15 56 3	152 William LaPerch you one way of the other; is that collect? A. I don't recall whether he did, Mo,
04.13: 54 04.73:57	3	A. Q. ∍nderstand	Uilliam LaPerch Yes.	54 15 56 3 54 15 58 d	// I don't.
04.13:54 04.73:57 64.13:5 4	3 4 5	A. Q. "nderstandi wetet	is() William LaPerch Yes. And did he shale with you his isg oI what the terms of that agreement	041556 3 541558 d 541558 5	// Is2 William LaPerch you one way of the other; is that correct? A. I don't recall whether he did. No. I don't. Q. Let me go back to something that t
04.13:54 04.13:57 64.19:58 64:14:03	3 4 5 6	A. Q. ;:nderstandi wetet A.	Is() William LaPerch Yes. And did he shale with you his ing all what the terms of that agreement Yes.	9-15-56 3 9-15-58 d 9-15-58 5 9-18-10 6	IS2 William LaPerch you one way of the other; is that correct? A. I don't recall whether he did. No. I don't. Q. Let me go back to something that I might've shown you earlier this mothing that is
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09.13:84 04.13:84 04.13:87 64.13:88 64.14:00 04.14:02 04.14:07	3 4 5 6 7 8 9 10 11 12 13 14 15 17 18 18 20 21 22 2	A. Q. A. Q. welle! A. Q. wole? A. going to be !!aveiling e !here, as v Q. Mi. tendias Mi. batta w that Mi. Jen is that totte A. Q. you had, we	William LaPerch Yes. And did he shale with you his lig of what the terms of that agreement Yes. And what did he tell you the terms In very general terms, if Rajiv was a in the office, then Doug, if he wesn't an ousiness somewhere alse, would be well. And did he say anything cise? Not that I recall. So, what Mr. Datta told you was, if toasn't traveling somewhere else and as in the office, the understanding is dras would be in White Frains, as well; ect? Yes. And other than this verball onversation as there ever anything out in writing	# 15-56 3 # 15-56 4 # 15-56 5 # 15-56 6 # 15-56 7 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 11	William LaPerch you one way of the other; is that rollect? A. I don't recall whether he did. No, I don't. Q. Let me go back to something that i might'be shown you earlier this morning that is orobactly back in the oile. I'm just looking for my topy. Give me a serond, olease. I'm showing you what had been oreviously marked as Glaintiff's Exhibit 26. This is an email from Mr. Datta, to you, dated February 2nd. And I want to direct your attention to the second-to-rast line of that first full paragraph. (Witness per vises exhibit) A. Mm-hmm. Q. "What we agreed to in the end is that I would share my travel at hedule with him and that he would work from WP on any day that I was thele out would work from home on other days, assuming there was no other reason for him to be in Wo." Now, do you know whether, in fact,
09.13:84 04.13:84 04.13:87 04.14:00 04.14:02 04.14:07 04.14:07 04.14:00 04.	3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 18 22 12 23	A. Q. A. Q. welle? A. going to be there, as v Q. Mi. tendias Mi. Oatta w that Mi. Jen is that totte A. Q. you had, we teleting to te	William LaPerch Yes. And did he shale with you his tig of what the terms of that agreement Yes. And what did he tell you the terms In very general terms, if Rajiv was a in the office, then Doug, if he wesn't on ousiness somewhere alse, would be well. And did he say anything cise? Not that I recall. So, what Mr. Datta told you was, if toasn't traveling somewhere else and as in the office, the understanding is idras would be in White Frains, as well; ect? Yes. And other than this verball onversation as there ever anything out in writing that understanding?	64 15 56 3 54 15 56 5 54 18 10 6 7 18 10 6 7 18 10 7 18 10 18 10 7 18 10	William LaPerch you one way of the other; is that rottect? A. I don't recall whether he did. No, I don't. Q. Let me go back to something that I might'be shown you earlier this morning that is orobably back in the oile. I'm just fooking for my topy. Give me a serond, clease. I'm showing you what had been oreviously marked as Claintiff's Exhibit 26. This is an email from Mr. Datta, to you, dated February 2nd. And I want to direct your attention to the second-to-last fine of that first full categraph. (Witness pervises exhibit) A. Minn-himm. Q. "What we agreed to in the end is that I would share my travel at hedule with him and that he would work from WP on any day that I was thele out would work from home on other days, assuming there was no other reason for him to be in WO." Now, do you know whether, in fact, Mr. Odita has indicated in this email to you, be
09.13:84 04.13:84 04.13:87 64.13:88 64.14:00 04.14:02 04.14:07	3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 18 20 21 22 23 24	A. Q	William LaPerch Yes. And did he shale with you his lig of what the terms of that agreement Yes. And what did he tell you the terms In very general terms, if Rajiv was a in the office, then Doug, if he wesn't an ousiness somewhere alse, would be well. And did he say anything cise? Not that I recall. So, what Mr. Datta told you was, if toasn't traveling somewhere else and as in the office, the understanding is dras would be in White Frains, as well; ect? Yes. And other than this verball onversation as there ever anything out in writing	# 15-56 3 # 15-56 4 # 15-56 5 # 15-56 6 # 15-56 7 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 10 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 11 # 15-58 12	William LaPerch you one way of the other; is that rollect? A. I don't recall whether he did. No, I don't. Q. Let me go back to something that i might'be shown you earlier this morning that is orobactly back in the oile. I'm just looking for my topy. Give me a serond, olease. I'm showing you what had been oreviously marked as Glaintiff's Exhibit 26. This is an email from Mr. Datta, to you, dated February 2nd. And I want to direct your attention to the second-to-rast line of that first full paragraph. (Witness per vises exhibit) A. Mm-hmm. Q. "What we agreed to in the end is that I would share my travel at hedule with him and that he would work from WP on any day that I was thele out would work from home on other days, assuming there was no other reason for him to be in Wo." Now, do you know whether, in fact,

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		153	١.	155 William LaPerch
	1	William I sPerch	'	
04:906	2	A. I will read what you just read to me:	04-25 m 2	A. Of 2011.
04:18:04	3	"What we agreed to in the end is that I would share	3 (3)	Q. And was it after you learned of that,
04:19:10	đ	my ij avel si hedole with him."	peratur d	that you socroathed Mr. lendras and asked him
43	· 5	Q. Yes. And I'm asking, do you know if	9-21-0 5	· · · · · · · · · · · · · · · · · · ·
94 19 14	6	Mr. Datta shated his travel schedule with Mr. fendrds?	94 21 17 6	A. I don'i remembai whethei i was befole
O IS IS	7	A. I do not know, no.	94 21 ≒8 7	oi aftei.
U . 19:21	6	Q. Did he ever indil ate to you, at any	54 21.19 B	
Z4-!9-29	9	time subsequent to advising you at the terms of his	D4 21 22 📮	where you made an induity whether Mr. lendras
64 (B/28)	10	agreement with Mr. Jendras, of the Inannet in which	047127 10	intended to quit; is that totrect?
04.19/29	11	he would be sharing his travel streedule with	мунее 11	A. The context of the conversation (
04.19:31	12	Mr. rendras?	042194 12	remember is that I knew he would be disaposinted
04:18:U	13	A, Na.	04:27:31 13	witten he was not given the 100 role and wanted to
04.18.56	ıd	Q. Okay. Ihank you.	04:25:55 1 d	make sule wented to get an idea of what his
\$4:19:4Y	15	Now, before Mr. lendrds forwalded,	94-21:04 15	thinking was, working for Rajiv.
94:19:56		by Calidian workliow, his request to you for	947143 15	Q. And your recorlection is you had this
29:08 ئ		reletommuting, did you have a conversation with	94-78 U 17	Lonyersation with him a short time after Mt. batta
94:29:0Z		him at any time in whith you asked him whether	94:21:42 16	was appointed 100?
	19	he wished to guill AboveMet?	97:25 51 19	A. It may have been before; I'm not suite,
04:23.08	_	A. I did.	34,31 Se 20	
-04:20:10		Q. Oo you tetall when you had that	34.21 56 21	year. And we had to get it, you know, approved by
04:28.12		Lonversation with him?	34:22.01 22	
(04:20:12		A. After I appointed Mr. Oatta as 100.	34:0.02 23	
,04:2017 04:2017		Q. And was that the first time you had	24 Q:04 24	· 1
04:201T 104:2618		inal Londelsation with him?	s+a,0 25	·
04:2618	23	COMPU-TRAN SHORTHANO REPORTING	C+12 00 #-	COMPU-IRAN SHOR IHANO REPORTING
		COMPOSITION OF TOXAL PRINCIPLE		
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1),	190 William LaPerch		1s6 William LaPerch
(M.20.2b	, 2	Willam LaPerch	04:23:03 2	1 ₅₆ William LaPerch
.04.29.25 04:29.27	2 3	William LaPerch A. Um, no. I hed it many years previous.	`	Is6 William LaPerch elither shortly before Mr. balla was appointed of
04:29:27	2 3 d	William LaPerch A. Um, no. I had it many years orevious. Doug was instrained during the time he was reporting	04:23:03 2 04:22:13 3	Is6 William LaPerch elither shortly before Mr. balla was appointed of
04:29:27 04:20:56	đ	Willam LaPerch A. Um, no. I had it many years orevious. Doug was trustrated during the time he was reporting to to finance and was thinking about leaving, and wa	04:23:03 2 04:23:13 3 04:22:15 d	Is8 William LaPerch elithel shortly before Mi. balla was appointed of sometime after Mi. batta was appointed? A. Sometime around there, yeeh.
04:29:27 04:20:56 54:70:15	-	William LaPerch A. Um, no. I had it many years orevious. Doug was irrustrated during the time he was reporting to to finance and was thinking about teaving, and we taked about it. I don't remember the spelifits.	04:23:03 2 04:22:11 3 04:22:15 d 04:0:17 5	Is6 William LaPerch elither shortly before Mr. batta was appointed of sometime after Mr. batta was appointed? A. Sometime around there, yeeh. Q. And that would've been, to the best of
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04:29:07 04:20:56 54:70:05 04:20:51 04:20:37 04:20:39	d 6 6 7 6	Willam LaPerch A. Um, no. I hed it many years previous. Doug was trustrated during the time he was reporting in to finence and was thinking about leaving, and wa taked about II. I don't remember the spelifits. But that was the other time that he was not happy with — with the remember the year that followersation —	04:23:03 2 04:22:13 3 04:22:15 d 04:00:17 5 04:22:18 6 04:00:21 7 04:20:24 8	Is6 William LaPerch either shortly before Mr. Datra was appointed of sometime after Mr. Datra was appointed of sometime after Mr. Datra was appointed? A. Sometime around there, yeeh. Q. And that would've been, to the best of your knowledge, either rowards the end of 2010 of the early part of 2011; is that forreit? A. Somewhere around there, yeah. Q. And where did this conversation take
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04/29/27 04/2056 54/70:25 04/20:37 04/20:39 04/20:41 04/20:41 04/20:41	d 6 7 6 9 10 11	Willam LaPerch A. Um, no. I hed it many years previous. Doug was trustrated during the time he was reporting in to finence and was thinking about leaving, and wa taked about II. I don't remember the spelifits. But that was the other time that he was not happy with — with the remember the year that follows allow — Q. Do you remember the year that follows allow — A. Ho. Q. — look date? A. I don't.	04:23:03 2 04:22:13 3 04:22:15 d 04:20:17 5 04:22:18 6 04:20:24 7 04:20:25 9 04:22:24 10 04:22:24 12	Is6 William LaPerch either shortly before Mr. Datta was appointed of sometime after Mr. Datta was appointed of sometime after Mr. Datta was appointed? A. Sometime around there, yeeh. Q. And that would've been, to the best of your knowledge, either towards the end of 2010 of the early part of 2011; is that forrel?? A. Somewhere around there, yeah. Q. And where did this fonce sation take plate! A. Don't remember. My offile, of obably. Q. Was there anyone else ofesent when you
04:29:27 04:20:56 54:70:35 04:25:35 04:20:31 04:20:31 04:20:41 04:30:41 04:30:41 04:20:42	d 6 7 6 9 10 11 12 13	Willam LaPerch A. Um, no. I hed it many years previous. Doug was trustrated during the time he was reporting to to finence and was thinking about leaving, and wa taked about it. I don't remember the spelifits. But that was the other time that he was not happy with — with the remember the year that totuersation — A. Ho. Q. — took date? A. I don't. Q. Old you ever make inquery with him	04:23:03 2 04:22:15 d 04:22:15 d 04:02:17 5 04:22:18 6 04:02:21 7 04:22:04 6 04:02:25 10 04:02:25 11 04:22:26 11	either shortly before Mr. Datra was appointed of sometime after Mr. Datra was appointed of sometime after Mr. Datra was appointed of sometime after Mr. Datra was appointed? A. Sometime around there, yeeh. Q. And that would've been, to the best of your knowledge, either rowards the end of 2010 of the early part of 2011; is that forreit? A. Somewhere around there, yeah. Q. And where did this conversation take plate! A. Don't remember. My office, or obably. Q. Was there anyone else present when you had this conversation with Mr. Tendras?
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04:29:27 04:20:56 54:70:25 04:36:25 04:20:39 04:20:30 04:20:30 04:20:41 04:30:41 04:30:41 04:30:54 04:30:54 04:30:54 04:20:53 04:20:54	d 6 6 7 6 9 10 11 12 13 1d 15 16 17 16 19 20	A. Um, no. I had it many years previous. Doug was trustrated during the dime he was reporting in to finance and was thinking about leaving, and wa taked about it. I don't remember the spetifits. But that was the other time that he was not happy with — with the tomosary. Q. Do you remember the year that follows all the don't. A. No. Q took plate? A. I don't. Q. Did you ever make inquery with him st a time when you leatned that he had thode all investment in his brother-in-taw's hamburget franthise? A. I'm sorry; wher's the duestion against Q. Did you become aware at any point in time that Mr. Lendras invested in his hrother-it. law's hamburget Itan's h	04:23:03 2 04:22:15 d 04:22:15 d 04:01:17 5 04:22:18 6 04:01:21 7 04:22:04 6 04:01:22 11 04:22:04 12 04:22:05 13 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15	William LaPerch elither shortly defore Mr. Datra was appointed or sometime after Mr. Datra was appointed or sometime after Mr. Datra was appointed? A. Sometime around there, yeeh. Q. And that would've been, to the best of your knowledge, elither rowards the end of 2010 or the early part of 2011; is that forrelt? A. Somewhere around there, yeah. Q. And where did this conversation take plater A. Don't remember. My office, property or that this conversation with Mr. Tendras? A. Hor to my recollection. Q. And the purpose of your having this conversation was to see it Mr. tendras was willing to stay on after the appointment of Mr. Datra? A. Yes. Q. And was it your desire that he stay on at that point? A. Yes. Q. And did you express that sentiment to
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04:29:27 04:20:56 54:70:25 04:20:37 04:20:30 04:20:31 04:20:41 04:20:41 04:20:40 04:20:40 04:20:51 04:20:51 04:20:55 04:20:56 04:20:56 04:20:56	d 6 6 7 6 9 10 11 12 13 1d 15 6 17 16 19 20 21 22 3 24	A. Um, no. I had it many years previous. Doug was trustrated during the dime he was reporting in to finance and was thinking about leaving, and wa taked about it. I don't remember the spetifits. But that was the other time that he was not happy with — with the tomosary. Q. Do you remember the year that follows all the don't. A. No. Q took plate? A. I don't. Q. Did you ever make inquery with him st a time when you leatned that he had thode all investment in his brother-in-taw's hamburget franthise? A. I'm sorry; wher's the duestion against Q. Did you become aware at any point in time that Mr. Lendras invested in his hrother-it. law's hamburget Itan's h	04:23:03 2 04:22:15 d 04:22:15 d 04:01:17 5 04:22:18 6 04:01:21 7 04:22:04 6 04:01:22 11 04:22:04 12 04:22:05 13 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15 04:22:05 15	William LaPerch either shortly before Mi. batta was appointed of sometime after Mi. batta was appointed of sometime after Mi. batta was appointed? A. Sometime around there, yeeh. Q. And that would've been, to the best of your knowledge, eitnet towards the end of 2010 of the early part of 2d11; is that forreit? A. Somewhere around there, yeeh. Q. And where did this conversation take plate! A. bon'l remember. My offile, or obably. Q. Was there anyone else oresent when you had this conversation with Mi. Tendras? A. Hor to my recollection. Q. And the purpose of your having this conversation was to see it Mi. tendras was willing to stay on aftar the appointment of Mi. batta? A. Yes. Q. And was it your desire that he stay on at that point? A. Yes. Q. And did you express that sentiment to Mi. tendras? A. Yes. Q. And did you express that sentiment to Mi. tendras? A. Yes.

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	169		16.1
1	William LaPer th	1	William LaPer th
04:00:07 2	Q. So, these were your sutations? You	அல்ல 2	A. Thet's what it says here, yes.
04:33.10	marked att these boxes; is that correct?	დაას შ	Q. And you, in lact, certifled IGe
04.23M2 4	A. I did, yes.	эюти 4	accuracy of the reality that you, in lact, had made
5	Q. And it's true, is it not, that with	ы.зт!5 5	a recommendation that the Compensation Committee
54:533.15 8	respect to these Performance Competencies, you did	ыз т :т б	had approved it, and that he did get a base salary
64.33.10 7	not mark any boxes that said "Unacceptable" or	əl 3120 7	increase from 199,000 per annum to 295,800
56331'22' 8	"tmorovement Needed." You either marked "Meets	94 97 70 🚯	per annum; correct?
64:33/26 G	€xpectations" or "Exceeds Expectations;" currect?	pro/29 g	A. Correct.
pr.p.au 10	A. Cocrect.	94 27 20 10	Q. Now, did you subsequently diject
ərs>ə₅ 11	Q. Now, subsequent to your completion of	34 37 36 11	Sheila Chang to withhold this merit increase
pesters 12	this review, did you make a reconstrendation regarding	34.3741 1 1	disclosed in the 10-k?
prores 13	a merit increase for Mr. Jendras itt toe year 1011?	34 37 47 13	A. I did.
D4:33 AF 10	A. I don't recott.	34 37 43 14	Q. And when did you do that?
(4.3547- 15	Q. Yue upit't tecall whe lifer yuk did yr	31 37 44 15	A. Ilorgel.
ueat as 18	you dign't?	34 37 da 16	Q. Was it ofter the disclosure in the 10-k?
04:33:50 17	A. Aight.	34 37 48 1 7	A. I don't remember.
04:33:50 18	Q. If you did, would you have presented	34.3∓49 !B	Q. And at the time that yus made that
D4:54:19	that to the board of directors as you had in origin	pi 37 81 1 €	direction, had there been any public disclusure to
04:34 15 20	years?	22 37 35 20	the effect that withdrown.
DESCRIPT 1.1	A. If I did, it would be on the spreadshee!	31 37 59 21	At the time you made that direction,
04:54 FB 21	that was sent to the board of directors, yes.	ou 35 00 22	had you met with the board of directors to
04:04:21 13	Q. And it it was a coroued, would it have	ou 36 03 23	unwind the merit increase that had been approued
person to 24	been reflected in the IQ-k that you certified as	54 3602 24	to Mr. lenoras?
04:04 24 15	accurate, as well?	ээ 25	A. I never did unwind it.
	COMPU-TRAN SHORTHAND REPORTING		COMPU-TRAN SHORTHANO REPORTING
	166		168
1		1	· · · · · · · · · · · · · · · · · · ·
1 NOT 20 2	168	1 04.38.16 2	168
1 High 2 St. pri 2 St. pri 2 3	166 Willem LaPerch		≀68 Wi‼lam LaParch
64.5F32 3	I66 William LaPerch A. As long as nothing changed between the	04.38.16 2	168 William LaPerch Q. I'm osking you: Selore you mode the statement to Ms. Chang to withholo it, had you gone
64.5F32 3	I68 William LaPerch A. As long as nothing changed between the time it was approved and the time we had to fite a	04.38.16 Z 04.36:12 3	168 William LaPerch Q. I'm osking you: Selore you mode the statement to Ms. Chang to withholo it, had you gone
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94,5432 3 94,5435 4 94,5437 5 94,5505 6 94,5505 6 94,5507 7 94,3517 10 94,3517 10 94,3517 12 94,3517 12 94,3517 15 94,3517 15 94,3517 15 94,3517 15 94,3517 15 94,3517 15 94,3517 15 94,3517 15	Willem LaPerch A. As long as nothing changed between the time it was approved and the time we had to fite a 10-K. Q. Okay. I want to direct your attention to the 19-k that was previously marked, one tilt tell you where I want to direct your attention to. Page 113. A. dkay. Q. I woult to direct your attention to the second-to-tast sentence. It says, "8ased on Mr. LaPerch's recommendation, the Compensation Committee approved an increase in base safary for Mr. tegdras from \$190,000 per annum, to \$195,P00 per attoum, effective March 1, 7011." That's what's in the 10-k. A. Mm-himm. Q. does that now refresh your recullection as to whether you recommended a merit increase Inside tendras? A. I did, I did recommend, to the	04.34.16	William LaParch Q. I'm osking you: Selore you mode the statement to Ms. Chang to withholo it, had you gone to the board of directors to seek a reversal of the orior appropriate? A. I don't recott when I osked Miss Chang; so, I don't I don't know the sequence of events there. Q. Maybe I can belo you with that. A. Yup. Q. I'm going to show you whot was marked at a prior debosition as Plaintiff's Exhibit 31. (Itanding: It's an empit choin. A. Mm-hmm. Q. And it starts on the second page with Mr. lettors writing to Ms. Chang on Wedtlesdoy, Morch 16th. And he says, "Sheila, I noticed that I did not receive my merit increose yesterday. Can you let me know it that was an oversight? That is, Doug."
94.3432 3 94.3436 4 94.3437 5 94.3505 6 94.3507 7 94.3507 10 94.3617 10 94.3617 12 94.3617 12 94.3637 15 94.3637 15 94.3637 15 94.3637 15 94.3637 16 94.3637 17 94.3637 18 94.3637 18	Wittern LaPerch A. As long as nothing changed between the time it was approved and the time we had to fite a 10-K. Q. Okay. I want to direct your attention to the I9-k that was dreviously marked, one tilt telt you where I want to direct your attention to. Page 113. A. dkay. Q. I wont to direct your attention to the second-to-tast sentence. It says, "Based on Mr. LaPerch's recommendation, the Compensation Committee address from \$190,000 per annum, to \$195,900 per attnum, effective March 1, 7011." That's what's in the 10-k. A. Mm-histom. Q. does that now retrest your recullection as to whether you recommended a merit increase for Mt. tendras? A. I did, I did recommend, to the spreadsheet that I sent the board, a in trease from	04.34.16	William LaParch Q. I'm osking you: Selore you made the statement to Ms. Chang to withholo it, had you gone to the board of directors to seek a reversal of the orior approval? A. I don't recott when I osked Miss Chang; so, I don't I don't know the sequence of events there. Q. Mayoe I can belo you with that. A. Yup. Q. I'm going to show yoy whot was marked at a prior debosition as Plaintiff's Exhibit 31. (Itanding: It's an emoit choin. A. Mm-hmm. Q. And it starts on the second page with Mr. lettors writing to Ms. Chang on Wedttesdoy, Morch 16th. And he says, "Sheila, I noticed that I did not receive my merit increase yesterday. Can you tet me know it that was an oversight? Thatks, Doug." does that retresh your recollection as to when Ms. Chang was girected not to give the
94.5432 3 94.5435 4 94.5437 5 94.5505 6 94.5505 6 94.5507 7 94.3504 8 94.3517 10 94.3517 10 94.3517 12 94.3517 12 94.3527 13 94.3527 13 94.3527 15 94.3537 15 94.3537 15 94.3537 15 94.3537 15 94.3537 15 94.3537 15 94.3537 15	William LaPerch A. As long as nothing changed between the lime it was approved and the time we had to fite a 10-K. Q. Okay. I want to direct your attention to the Iq-k that was previously marked, one tilt tell you where I want to direct your attention to. Page 113. A. dkay. Q. I wont to direct your attention to the second-to-tast sentence. It says, "Based on Mr. LaPerch's recommendation, the Compensation Committee approved an increase in base salary for Mr. tegdras from \$190,000 per annum, to \$195,900 per attnum, affective March 1, 7011." That's what's in the 10-k. A. Mm-himm. Q. does that now retrest your recullection as to whether you recommended a merit increase Insign tendras? A. I did, I did recommend, to the spreadsheet that I sent the board, a in trease from 190 to 295,8.	04.34.16	William LaParch Q. I'm osking you: Before you made the statement to Ms. Chang to withholo it, had you gone to the board of directors to seek a reversal of the orior approval? A. I don't recoil when I osked Miss Chang; so, I don't I don't know the sequence of events there. Q. Mayoe I can belo you with that. A. Yup. Q. I'm going to show you whot was marked at a prior debosition as Plaintiff's Exhibit 31. (Itanding: It's an emoit choin. A. Mm-hmm. Q. And it starts on the second page with Mr. letteros writing to Ms. Chang on Wedtesdoy, Morch 16th. And he says, "Sheila, I noticed that I did not receive my merit increase yesterday. Can you tet me know it that was an oversight? Thates, Doug." does that retresh yout recoilection as to when Ms. Chang was girected not to give the prior-approved ment increase to Mr. Jendras?
64.5432 3 64.5435 4 64.5437 5 64.55.05 6 64.55.07 7 64.55.07 10 64.56.07 10 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15 64.56.07 15	Wittern LaPerch A. As long as nothing changed between the time it was approued and the time we had to fite a 10-K. Q. Okay. It want to direct your attention to the 19-k that was previously marked, one tilt telt you where I want to direct your attention to. Page 113. A. dkay. Q. I woul to direct your attention to the second-to-tast sentence. It says, "Based on Mr. LaPerch's recommendation, the Compensation Committee approved an increase in base safary for Mr. teadras from \$190,000 per annum, to \$195,P00 per attnum, effective March 1, 7011." That's what's in the 10-k. A. Mm-himm. Q. does that now retrest your recultection as to whether you recommended a merit increase for Mt. tendras? A. I did, I did recommend, to the spreadsheet that I sent the board, a in trease from 19d to 295,8. Q. And the board, apporently, approved it;	04.34.16	William LaParch Q. I'm osking you: Selore you mode the statement to Ms. Chang to withholo it, had you gone to the board of directors to seek a reversal of the orior approval? A. I don't recoil when I osked Miss Chang; so, I don't I don't know the sequence of events there. Q. Mayoe I can belo you with that. A. Yup. Q. I'm going to show you whot was marked at a prior debosition as Plaintiff's Exhibit 31. (Itanding: It's an emoit choin. A. Mm-hmm. Q. And it starts on the second page with Mr. letidros writing to Ms. Chang on Wedtlesdoy, Morch 16th. And he says, "Sheila, I noticed that I did not receive my merit increose yesterday. Can you let me know it that was an oversight? Thatks, Doug." does that retresh yout recoilection as to when Ms. Chang was girected not to give the orior-approved ment increase to Mr. Jendras? A. No.

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]	173		175
1	William LaPorch	1	William LaPerch
sa-40 57 Z	yes.	∮ અહ∋ 2	ill the 10-k7
.Listasiz 3	 Q. Okay. And did you express to him, at 	ju≪s:s 3	A. No, I don't remember.
Umas 4	the time you met with him, that you were not happy	04.00 4	Q. What you do remember is it had some
5	with the fact that he was telecommuting at that	34-U 21 5	correlation with whea you learned about his
31:44.00 B	boint?	○4:05 23 6	discussions relating to a voluntary separation from
U:14:00 7	A. don't recall.	94:36:28 T	the company; is that correct?
ս։ս∞ 8	Q. You don't recall whether you did or you	04:36.00	A. That's correct.
34.44.05 9	didn't; is that correct?	64:36.30 P	Q. And the conversation with Mr. Sokota
U.44 DB 10	A. I don't recall whether I did or I	04.46.35 10	related to withdrawn.
Da 46.10 11	dIdn't.	04.46.38 11	do you know when he lirst started
n us 12	 Q. Other than Mr. Jendras' merit increase 	ผรร 12	having conversations relating to involuntary
D1 32-94-00	that was approved by the books of directors and	014842 13	seoa(allan?
04:94:35 14	disclosed in the form 10-k, did you seek to tetrarse	u44443 1 Ø	 A. In some of his juitted conversations
ดู⊔ษ 15	any other financial compensation that had oneh	344847 15	with Aajtu, when they were distussing Aajju's new
04:94545 18	approved for Mt. tendtas?	94 4895 16	rose and his new role.
01444 2 1 7	A. I don't cecat!,	U4650 17	Q. And would it be loir to say that lack
04,4647 18	Q. You don't retall whether you did or you	01.45±5 18	place in or obout March of 1011?
DI 4647 19	didn't?	34:4700 IS	A. I jan't remember. I would think,
DI 1640 10	A. toon't recall whether I did or I	94-47 DE 10	before that, but I'm not sure.
marte 11	didn't.	64-47-08 21	Q. Well, let me see it t can help you.
04:44:51 22	Q. Wall, let me be more specific: Pid	94-47-06 1.1	You indicated that you had a conversation with
ատ ը 23	you have a conversation with Mr. Sokota at any time	мятн 23	Mr. Jendras relating to his review for 2010 oc the
04:42:03 24	in 7011, in which you supposted that it would be	94 N 7:17 24	same day that he signed it, which was March 7th,
энтов ! 5	opotooriste to thodify the terms of the labuary 25th,	04 47:21 25	tb3 L; correct?
	COMPU-TRAN SHORTHAND REPORTING		COMPU-TRAN SHORTHANO REPORTING
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●,	174 William <i>LaPerch</i>	1	ı76 William LaPerch
1 deasns 2		1 94-4723 2	
1 04.45:13 2 04-45:17 3	William LaPerch	_	William LaPerch
_	William LaPerch 1911, stock aword that had previously been approved	94-1/23 Z	William LaPerch A. Right, yes.
04-45:17 3	William LaPerch 1911, stock award that had previously been approved by the board of directors?	04-4723 2	William LaPerch A. Right, yes. Q. Nad you had a conversation with
04-45:17 3 04-45:1 9 4	William LaPerch 1911, stock award that had previously been approved by the board of directors? A. Yes.	04-4722 Z 04-6723 3 04-6708 4	William LaPerch A. Right, yes. Q. Nad you had a conversation with Mr. Sokota orior to sitting down t∀th Mr. tendras
04-45:17 3 04-45:13 4 04-45:13 5	William LaPerch 1911, stock award that had previously been approved by the board of directors? A. Yes. Q. When did you have that conversation?	94-97-23 3 94-97-23 4 92-97-29 5	William LaPerch A. Right, yes. Q. Nad you had a conversation with Mr. Sokota orior to sitting down With Mr. tendras on March 7, Lot I, regarding a change in the terms
04-45:17 3 04-45:19 4 04-45:19 5 04-45:20 8	William LaPerch 1911, stock award that had previously been approved by the board of directors? A. Yes. Q. When did you have that conversation? A. When I became aware that doug was	04-4722 Z 04-4723 3 04-4708 4 04-4729 5 04-4723 6	William LaPerch A. Right, yes. Q. Nad you had a conversation with Mr. Sokota orior to sitting down With Mr. tendras on March 7, Lot 1, regarding a change in the terms of the Tonuary TS, Ldt I, Stock Award Agreement?
04-45:17 3 04-45:19 4 04-45:19 5 04-45:20 8 04-45:20 7	William LaPerch 1911, stock award that had previously been approved by the board of directors? A. Yes. Q. When did you have that conversation? A. When I became aware that doug was looking to leave the company and wanted a package	04-97-22	William LaPerch A. Right, yes. Q. Nad you had a conversation with Mr. Sokota orior to sitting down With Mr. tensiras on March 7, Lot 1, regarding a change in the terms of the 7onuary 1S, Id; I, Stock Award Agreement? A. I don't recall the timing.
04-45:17 3 04-45:13 4 04-45:13 5 04-45:21 8 04-65:24 7 04-45:26 8	William LaPerch 1911, stock award that had previously been asproved by the board of directors? A. Yes. Q. When did you have that conversation? A. When I became aware that doug was tooking to teava the company and wanted a backage that included all of his stock awards.	04-97-22 Z 04-97-23 3 04-97-23 4 02-97-23 5 04-97-23 7 04-97-23 8	William LaPerch A. Right, yes. Q. Nad you had a conversation with Mr. Sokota orior to sitting down with Mr. tendras on March 7, Lot 1, regarding a change in the terms of the Tonuary TS, Td I, Stock Award Agreement? A. I don't recall the firming. Q. Now, in this conversation you had with
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04-45:17 3 04-45:13 4 04-45:13 5 04-45:25 8 04-45:26 8 04-45:26 8 04-45:26 9 04-45:20 10 04-45:21 11 04-45:20 12 04-41 13 24-46-27 15 04-45:41 16 04-45:41 16 04-45:41 17 24-45:43 16 04-45:43 16 04-45:43 17 24-45:43 18 04-45:45 19 04-45:45 19 04-45:45 19 04-45:45 19 04-45:45 19 04-45:45 21	Willam LaPerch 1911, stock award that had previously been approved by the board of directors? A. Yes. Q. When did you have that conversation? A. When I became aware that doug was tooking to leave the company and wanted a backage that included all of his stock awards. Q. And con you tell me the quantit in which this conversation took place? A. No. Q. That conversation took place between you and Mr. Sokota? A. To the best of my rejullection, yeah. Q. And where did it take place? A. I don't recall. Q. do you know it it was an in-person meeting an a telephonic discussion? A. Oon't recall. Q. do you know it anypody else participated in the tappersotion? A. don't remember. Q. do you remember wcetter it was it in about the some time that you made the direction tn	04-47-22	A. Right, yes. Q. Nad you had a conversation with Mr. Sokota orior to sitting down with Mr. tendras on March 7, tott, regarding a change in the terms of the Tonuary LS, Id(I, Stock Award Agreement? A. I don't recall the timing. Q. Now, in this conversation you had with Mr. Sokota, at the time you were having this conversation, there had already been an award made by the Compensation Committee that was disclosed it! the form to-K; correct? A. I don't know. I (an't I don't know when the conversation happened. I think the LO-K came out in early March. I don't know if the jonuersations happened before or after that. Q. Well, to the extent you were having this conversation and it related to a change in terms of a preexisting agreement; correct? A. Yes. Q. And it was an agreement; that wouldn't have existed unless there had already been a presentation to the board of directors; correct? A. My definition of apreement is our

<u> </u>	Case 1:11°cv-05409-S©-PED Docu	iment 27	7-2 Filed 02/08/13 "Page 46 of 95" 179
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1	William LaPerch	1	William LaPerch
D4 48 48 Z	award agreement. It was the way that the combany	o45045 Z	os usked and answered. Ne's already said he
04:45:46 3	gaue out stock and the terms and conditions they	ÇA 5946 3	didn't know the timing as related to the
24:14:52 4	gaue it out under.	U+>0+9	(0-k and 8-k,
5	Q. And that's what I'm tolking about.	04:50:51 5	MA, WEINSTEIN: Well, I think he
p4 48.55 6	I'm tatking about what you were asked obout eartjer	эн:50° 51 б	answered it differently, but that's why I'm
04:05 T	in this debositron; and more specifically, the	элэээн <i>Т</i>	entitled to inquire.
3449 DZ B	lanuary 15, 2011 , aword.	јээоэ В	So, why don't you read back the
_{м мм} 9	And your testimony, as I recall II, was	04.56:34 · G	question, please.
04 44 08 ! 0	that you made certain recommendations, including one	par51:11 10	(Question read)
41 48.10 11	involving Mr. lendras; correct?	04.5511 11	A. As I sold before, I'm not sure of the
84 48:1F 12	A. Correct.	\$4.51 to 11	chronology of all these conversations.
pe:49.12 13	Q. And you then made your presentation to	31 51 16 13	Q. Would you have told Mr. Sokolo to
04:42:57 14	the Compensation Committee; correct?	Qu 51.19 14	change the terms of the fanuory 15th, 10 t). Stock Award Agreement before it was the subject
pa 40-15 15	A. Correct.	04.51:22 15	_
_{ячэті} 16	Q. And the Compelisation Congrettee then	04.5124 16	of a public disclosure?
94:44-16 17	approved it; correct?	Ø4 51 25 17	MA, PEIKES: Objection to the form.
04-49-20 18	A. Correct.	21 ST 30 19	A. I would'ue lold Mr. Sokota to change
944621 19	Q. And then, the board at directors	u _{m 22} 19	the conditions of the stock agreement when
aus 20	approved it that same day; cortect?	u+ 5> 96 ZQ	whenever, in my judgment, it would protect the
ಚಿತ್ರಕ್ಷಾ 21		U4-52 41 21	shareholder value of the company.
aux 22		FA 51 42 2!	Q. Well, I'in not talking in general terms.
04:49 ft 23	was approved was disclosed in both the lotal 10-K and	54 51 46 23	I'm talking now aboyt the Stock Award Agreement for
04:49 ST 24	the term 8-K; correct?	94 51 47 24	Mr. lendras for fonuary (Sth. 1911.
G44878 25		Sealest 25	My question to you is: This conversation
	COMPU-TR A N SHORTHANO REPORTING]	COMPU-TRAN SHORTHANO REPORTING
ļ.,. <u></u>	<u> </u>		*00
40	118		180
•	118 William LaPer (h	1	William LaPerch
044937 2	118 William LaPer (h Q. And you certilied in the Lo-K that Ilial	1 54 51 57 Z	William LaPerch which you say took place with Mr. Sokota, did to
04-49-27 Z	118 William LaPer (h Q. And you cestilled in the 10-K that (lial was, in loct, a true and accurate statement of the	ca-51.58 3	William LaPerch which you say look place with Mr. Sokota, did to take place before you made your presentation to
١ .	Wittiam LaPer th Q. And you certified in the Lo-K that that was, in loct, a true and accurate statement of the	04-51-58 3 04-52-94 4	William LaPerch which you say look place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on Tanuary 15th,
par4640 3	######################################	04:51:58 3 04:52:50 4 04:52:58 5	William LaPerch which you say look place with Mr. Sokota, did it take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, (01)?
04 49 44 4	######################################	\$4.51.58 3 \$4.52.50 4 \$4.52.58 5 \$4.52.05 8	William LaPerch which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, 1011? A. I don't know.
04/48/40 3 04/49/44 4 04/49/36 5	######################################	24-51-58 3 34-52-94 4 04-52-98 5 04-52-08 7	William LaPerch which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (Sth, (OI)? A. I don't know. Q. did it toke place after Mr. lendras nod
04-48-40 3 04-49-44 4 04-49-36 5 04-49-36 5	Witham LaPer th Q. And you certified in the Lo-K that that was, in fact, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th,	24-51-58 3 34-52-58 4 04-52-58 5 04-52-08 7 34-52-08 7 34-52-28 8	William LaPerch which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, 101)? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, (93), Stock Award Agreement?
04-66-40 3 04-49-44 4 04-49-36 5 04-49-46 6	Milliam LaPer (h Q. And you certified in the Lo-K that that was, in fact, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the faituary 75th,	04-51-58 3 04-52-58 4 04-52-58 5 04-52-08 7 04-52-12 8 04-52-12 8	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, 101)? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, 1031, Stock Award Agreement? A. I don't know.
04/48/40 3 04/49/44 4 04/49/36 5 04/49/40 6 04/49/40 6	William LaPer in Q. And you certified in the Lo-K that that was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokota, in which you discussed with him a change in the terms of the lattuary 75th, 70 tt, Stock Award Agreement; correct? A. Correct.	24-51-56 3 54-52-56 4 04-52-56 8 04-52-08 7 54-52-08 7 54-52-08 9 54-52-18 10	William LaPerch which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, 1931, Stock Aword Agreement? A. I don't know. Q. did it take place after both Mr. lendtas
04 49.44 4 4 04 49.36 5 6 449.48 1 04 49.56 1 6 04 49.56	Witham LaPer th Q. And you certified in the Lo-K that that was, in fact, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been	64-51-56 3 54-52-56 4 04-52-56 8 54-52-06 7 54-52-12 8 54-52-12 8 54-52-12 10 54-52-12 10 54-52-12 11	William LaPerch which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, (03), Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. lendlas and Mr. Sakota had signed the fonuary 75, (03),
04 49.44 4 04 49.36 5 04 49.36 5 04 49.36 6 04 49.40 6 04 49.50 6 04 50.30 1 (Milliam LaPer in Q. And you certified in the Lo-K that that was, in fact, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the faituary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was flaopening	04-51-58 3 04-52-98 4 04-52-98 5 04-52-08 7 04-52-12 8 04-52-12 9 04-52-12 10 04-52-02 1 1 04-52-03 22 12	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on Tanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. Tendras nod signed the Tanuary 25th, 1031, Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. Tendras ond Mr. Sakota had signed the Tonuary 75, 1031, Stock Award Agreement?
04 49.44 4 04 49.36 5 04 49.36 5 04 49.36 6 04 49.36 6 04 49.51 6 04 49.50 1 04 50.30 1 (Milliam LaPer in Q. And you certified in the Lo-K that that was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was tappening	24-51-56 3 24-52-36 4 24-52-36 5 24-52-06 7 24-52-06 7 24-52-08 9 24-52-18 10 24-52-18 10 24-52-18 12 24-52-52 13	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, 1931, Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. lendras ond Mr. Sakota had signed the fonuary 75, 1031, Stock Award Agreement? A. No; if took place before that.
04 49.44 A 04 49.36 S 04 49.46 B 04 49.36 S 04 49.51 B 04 49.51 B 04 49.50 S 04 49.50 S 04 59.50 S 04 59.50 S	Milliam LaPer in Q. And you certified in the Lo-K that itial was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the faituary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappeding after ait of these other events had occurred; correct?	64-51-56 3 54-52-56 4 04-52-56 8 54-52-06 7 54-52-12 8 54-52-12 8 54-52-12 10 64-52-22 11 64-52-32 12 64-52-32 13 54-52-32 14	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, (01)? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, (03), Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. lendras and Mr. Sakota had signed the fonuary 75, fo31, Stock Award Agreement? A. No; if took place before that. Q. And do you know what it was that you
04-49-40 3 04-49-44 4 04-49-36 5 04-49-46 3 04-49-51 6 04-49-51 6 04-49-50 1 04-50-50 1 04-50-60 1 04-50-60 1 04-50-60 1 04-50-60 1	Milliam LaPer in Q. And you certified in the Lo-K that that was, in lock a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappendig after ait of these other events had occurred; correct? MA. PEIKES: Objection to the form.	44-51-50 3 54-52-50 4 04-52-50 8 54-52-06 7 54-52-12 8 54-52-12 9 54-52-12 10 64-52-52 11 64-50-52 12 64-50-52 13 64-50-55 14 64-50-55 14	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on Tanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the Tanuary 25th, 1931, Stock Award Agreement? A. I don't know. Q. did it take oface after both Mr. lendras and Mr. Sakota had signed the tonuary 75, 1031, Stock Award Agreement? A. No; if took oface before that. Q. And do you know what it was that you actually presented to the board of directors on
04-98-40 3 04-49-44 4 04-49-36 5 04-49-36 6 04-49-36 6 04-49-36 6 04-59-30 11 04-59-30 12 04-59-30 14 04-59-30 14 04-59-30 14	Milliam LaPer in Q. And you certified in the Lo-K that itial was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you nad a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappening after ait of these other events had occurred; Correct? MA. PEIKES: Objection to the form. A. The change that we were confemplating	24-51-50 3 24-52-30 4 24-52-30 8 24-52-30 7 24-52-30 7 24-52-30 10 24-52-30 10 24-52-30 11 24-50-30 12 24-50-30 14 24-50-30 14 24-50-30 14	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on tanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the lanuary 25th, 1031, Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. lendlas and Mr. Sakota had signed the tonuary 75, 1031, Stock Award Agreement? A. No; if took aface before that. Q. And do you know what it was that you actually presented to the board of directors on tanuary 15th, 1013, as the basis for the proposed
04-49-40 3 04-49-44 4 04-49-36 5 04-49-46 3 04-49-51 6 04-49-51 6 04-49-50 1 04-50-50 1 04-50-60 1 04-50-60 1 04-50-60 1 04-50-60 1	Milliam LaPer in Q. And you certified in the Lo-K that itial was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 70 tt, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappendig after ait of these other events had occurred; correct? MA. PEIKES: Objection to the form. A. The change that we were contemplating was directly retailed to the information that we had,	24-51-56 3 24-52-76 4 24-52-76 8 24-52-76 8 24-52-76 8 24-52-77 1 24-52-77 1 24-52-77 1 24-52-77 1 24-52-47 1	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, (01)? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, (03), Stock Aword Agreement? A. I don't know. Q. did it take place after both Mr. lendras and Mr. Sakota had signed the fonuary 75, fo31, Stock Award Agreement? A. No; it took place before that. Q. And do you know what it was that you actually presented to the board of directors on fanuary (5th, (013), as the basis for the proposed Stock Award Agreement to Mr. fenoras?
04-98-40 3 04-49-44 4 04-49-36 5 04-49-36 6 04-49-36 6 04-49-36 6 04-59-30 11 04-59-30 12 04-59-30 14 04-59-30 14 04-59-30 14	Milliam LaPer in Q. And you certified in the Lo-K that that was, in lock, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was happened; correct? MA. PEIKES: Objection to the form. A. The change that we were contemplating was directly related to the information that we had, that Mr. 3endras wanted to leave the company and	24-51-50 3 54-52-50 4 64-52-50 8 64-52-06 7 54-52-12 8 54-52-12 10 64-52-52 11 64-52-52 12 64-52-52 13 64-56-55 14 64-64-52 13 64-56-55 14 64-64-52 13 64-56-55 14 64-64-52-13 64-52-47 18 64-52-47 18 64-52-47 18	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on Tanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the Tanuary 25th, 1031, Stock Award Agreement? A. I don't know. Q. did it take oface after both Mr. lendras and Mr. Sakota had signed the Tonuary 75, 1031, Stock Award Agreement? A. No; it took oface before that. Q. And do you know what it was that you actually presented to the board of directors on Tanuary 15th, 1013, as the basis for the proposed Stock Award Agreement to Mr. Tenoras? A. Can you expand on that question? I
04-88-40 3 04-49-44 4 04-49-36 5 04-49-36 6 04-49-36 6 04-49-31 6 04-49-31 1 04-50-31 1 04-50-32 1 04-50-33 1 04-50-33 1 04-50-33 1 04-50-33 1 04-50-33 1 04-50-33 1	William LaPer in Q. And you certified in the Lo-K that that was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokota, in which you discussed with him a change in the terms of the lattuary 75th, 70 ft, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappening after all of these other events had occurred; Correct? MA. PEIKES: Objection to the form. A. The change that we were confemplating was directly related to the information that we had, that Mr. Jendras wanted to leave the company and wanted all of his stock to go with him.	24-51-50 3 24-52-30 4 24-52-30 8 24-52-30 7 24-52-30 7 24-52-30 10 24-52-30 11 24-52-30 12 24-52-30 13 24-52-30 18 24-52-30 19	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on tanuory (5th, (01)? A. I don't know. Q. did it toke place after Mr. lendras nod signed the tanuary 25th, (03), Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. lendras and Mr. Sakota had signed the tonuary 75, to31, Stock Award Agreement? A. No; if took place before that. Q. And do you know what it was that you actually presented to the board of directors on tanuary (5th, 10)3, as the basis for the proposed Stock Award Agreement to Mr. tenoras? A. Can you expand on that question? I don't understand it,
04-98-40 3 04-49-44 4 04-49-36 5 04-49-36 6 04-49-36 6 04-49-36 6 04-49-36 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1 04-50-30 1	William LaPer in Q. And you certified in the Lo-K that itial was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you nad a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 70 tt, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was tappening after ait of these other events had occurred; correct? MA. PEIKES: Objection to the form. A. The change that we were contemplating was directly related to the Information that we had, that Mr. Sendras wanted to leave the company and wanted all of his stock to go with him. Q. Aight, And the timing of the	44-51-50 3 54-52-50 4 04-52-50 8 54-52-00 7 54-52-72 8 54-52-72 10 54-52-72 11 54-50-72 12 54-50-72 13 54-52-72 18 54-52-74 18 54-52-74 17 54-52-74 18 54-52-74 1	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on tanuory (5th, (01)? A. I don't know. Q. did it toke place after Mr. lendras nod signed the tanuary 25th, (03), Stock Award Agreement? A. I don't know. Q. did it take place after both Mr. lendras and Mr. Sakota had signed the tonuary 75, 1031, Stock Award Agreement? A. No; if took place before that. Q. And do you know what it was that you actually presented to the board of directors on tanuary (5th, (013), as the basis for the proposed Stock Award Agreement to Mr. tenoras? A. Can you expand on that question? I don't understand it. Q. Sure. I'm going to redirect your
04-98-40 3 04-49-44 4 04-49-36 5 04-49-40 6 04-49-50 6 04-49-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1 04-50-50 1	William LaPer in Q. And you certified in the Lo-K that itial was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you nad a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 70 tt, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappendig after ait of these other events had occurred; correct? MA. PEIKES: Objection to the form. A. The change that we were confemplating was directly related to the Information that we had, that Mr. Jendras wanted to leave the company and wanted att of his stock to go with him. Q. Aight. And the timing of the discussion took place after there had already been	24-51-50 3 24-52-30 4 24-52-30 8 24-52-30 8 24-52-30 7 24-52-30 9 24-52-30 10 24-52-30 12 24-52-30 13 24-52-30 15 24-52-47 18	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on Tanuory 15th, 1011? A. I don't know. Q. did it toke place after Mr. Tendras and signed the Tanuary 25th, 1031, Stock Award Agreement? A. I don't know. Q. did it take oface after both Mr. Tendras and Mr. Sakota had signed the Tonuary 75, 1031, Stock Award Agreement? A. No; if took oface before that. Q. And do you know what it was that you actually presented to the board of directors on tanuary 15th, 1013, as the basis for the proposed Stock Award Agreement to Mr. Tenoras? A. Can you expand on that question? I don't understand it. Q. Sure. I'm going to tedirect your attention to the specific Gocument. (/tanding)
04-88-40 3 04-49-44 4 04-49-36 5 04-49-46 6 04-49-36 6 04-49-36 6 04-49-36 1 04-50-30 1	William LaPer in Q. And you certified in the Lo-K that itial was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappeding after all of these other events had occurred; MA. PEIKES: Objection to the form. A. The change that we were confemplating was directly related to the information that we had, that Mr. Jendras wanted to leave the company and wanted all of his stock to go with him. Q. Aight, And the timing of the discussion took place after there had already been	24-51-50 3 24-52-30 4 24-52-30 8 24-52-30 8 24-52-30 7 24-52-30 10 24-52-30 10 24-52-30 12 24-52-30 14 24-52-30 18 24-52-30 18 24-52-30 19 24-52-30 19 24-52-30 20 24-55-21 24-52-30 20 24-55-21 24-52-30 20 24-55-21	which yoy say look place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on fanuory (5th, 1011? A. I don't know. Q. did it toke place after Mr. lendras nod signed the fanuary 25th, (91), Stock Aword Agreement? A. I don't know. Q. did it take place after both Mr. lendras ond Mr. Sakota had signed the fonuary 75, foll, Stock Award Agreement? A. No; if took place before that. Q. And do you know what it was that you actually presented to the board of directors on fanuary (5th, 1013, as the basis for the proposed Stock Award Agreement to Mr. fenoras? A. Can you expand on that question? I don't understand it. Q. Sure. I'm going to redirect your aftention to the specific Gocument. (/fanding) For the cecord, it's Exhibit 13. You'll able
04*8840 3 04*49.44 4 04*49.36 5 04*49.44 6 04*49.46 6 04*49.56 6 04*49.56 6 04*49.56 6 04*49.56 1 04*49.56 1 04*49.56 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1 04*49.60 1	William LaPer th Q. And you certified in the Lo-K thot that was, in loct, a true and accurate statement of the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the fatuary 75th, 70 tt, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was some thing that was trappenang after ait of these other events had occurred; correct? MA. PEIKES: Objection to the form. A. The change that we were confemplating was directly related to the information that we had, that Mr. Jendras wanted to leave the company and wanted all of his stock to go with him. Q. Aight, And the timing of the discussion took place after there had already been a disclosure in the 10-K and the 8-K; correct? MA. PEIKES: Objection.	44-51-58 3 54-52-58 4 64-52-58 8 54-52-08 7 54-52-72 8 54-52-72 10 54-52-72 11 54-52-72 12 54-52-72 13 54-52-72 18 54-52-74 17 54-52-74 17 54-52-74 19 54-52-74 20 54-52-74 2	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on January 15th, 1011? A. I don't know. Q. did it toke place after Mr. Jendras nod signed the January 25th, 1031, Stock Award Agreement? A. I don't know. Q. did it take office after both Mr. Jendras ond Mr. Sakota had signed the Jonuary 75, 1031, Stock Award Agreement? A. Ho; it took office before that. Q. And do you know what it was that you actually presented to the board of directors on January 15th, 1013, as the basis for the proposed Stock Award Agreement to Mr. Jenoras? A. Can you expand on that question? I don't understand it. Q. Sure. I'm going to jedirect your attention to the specific Gocument. (/Janding) for the excord, it's Exhibit 13. You'll able that that's a occument produced by your attentions.
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04-88-80 3 04-89-84 4 04-49-36 5 04-49-36 6 04-49-36 6 04-49-36 6 04-49-36 1 04-49-36 1 04-50-30 1	Witham LaPer th Q. And you certified in the Lo-K that that was, in toot, a true and accurate statement ut the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappenent; correct? MA. PEIKES: Objection to the form. A. The change that we were contemplating was directly retailed to the Information that we had, that Mr. Jendras wanted to Jeave the company and wanted all of his stock to go with him. Q. Aight, And the timing of the discussion took place after there had already been a disclosure in the 10-K and the 8-K; correct? MA. PEIKES: Objection. A. Tha timing of which dis tosure1 MA. PEIKES: Let me state an dielection	44-51-58 3 54-52-58 4 64-52-58 8 54-52-08 7 54-52-72 8 54-52-72 10 54-52-72 11 54-52-72 12 54-52-72 13 54-52-72 18 54-52-74 17 54-52-74 17 54-52-74 19 54-52-74 20 54-52-74 2	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on January (5th, 1011? A. I don't know. Q. did it toke place after Mr. Lendras nod signed the January 25th, 1931, Stock Aword Agreement? A. I don't know. Q. did it take oface after both Mr. Jendras and Mr. Sakota had signed the January 75, 1031, Stock Award Agreement? A. No; it took oface before that. Q. And do you know what it was that you actually presented to the board of directors on January (5th, 1013, as the basis for the proposed Stock Award Agreement to Mr. Jenoras? A. Can you expand on that question? I don't understand it, Q. Sure, I'm going to redirect your attention to the specific Gocument. (/Janding) for the ecord, it's Exhibit 13. You'll sole that that's a occument produced by your attoriesys, and it reflects a signature on the signature onge of both Mr. Jendras and Mt. Sokota; correct?
04-88-80 3 04-89-84 4 04-89-85 5 04-89-84 6 04-89-86 6 04-89-86 7	William LaPer in Q. And you certified in the Lo-K that Itial was, in loct, a true and accurate statement ut the terms of the agreement with Mr. lendras; currect? A. Correct. Q. Now, you've mentioned you had a conversation with Mr. Sokola, in which you discussed with him a change in the terms of the lattuary 75th, 7011, Stock Award Agreement; correct? A. Correct. Q. And so, that change wouldn't have been a change unless it was something that was trappeding after all of these other events had occurred; correct? MA. PEIKES: Objection to the form. A. The change that we were confemplating was directly retailed to the information that we had, that Mr. Jendras wanted to leave the company and wanted all of his stock to go with him. Q. Aight, And the timing of the discussion took place after there had already been a disclosure in the 10-K and the 8-K; correct? MA. PEIKES: Objection. A. Tha timing of which dis tlosure1 MA. PEIKES: Let me state an dielection COMPU-TRAN SHORTHANO REPORTING	44-51-50 3 54-52-50 4 64-52-50 8 64-52-06 7 54-52-12 8 54-52-06 9 54-52-12 10 64-52-12 12 64-52-12 12 64-52-12 13 64-52-12 18	which you say took place with Mr. Sokota, did to take place before you made your presentation to the board of directors of AboveNet on January 15th, 1011? A. I don't know. Q. did it toke place after Mr. Jendras nod signed the January 25th, 1031, Stock Aword Agreement? A. I don't know. Q. did it take oface after both Mr. Jendras ond Mr. Sakota had signed the Jonuary 75, 1031, Stock Award Agreement? A. No; it took oface before that. Q. And do you know what it was that you actually presented to the board of directors on January 15th, 1013, as the basis for the proposed Stock Award Agreement to Mr. Jenoras? A. Can you expand on that question? I don't understand it. Q. Sure. I'm going to tedirect your attention to the specific Gocument. (/Janding) For the record, it's Exhibit 13. You'll able that that's a occument produced by your attoriesys, and it reflects a signature on the signature ooge of both Mr. Jendras and Mt. Sokota; correct? COMPU-TRAN SHOR SHAND REPORTING

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COMPU-TRAN SHORTH AND REPORTING

benefits of the lanuary 25th award?

COMPU-TRAN SHORTHAND REPORTING

COMPU-TRAN SHORTHAND HEPORTING

		ment 27	-2 File 02/08/13 *age 49 of 95
	189	1	19 1
1	William La Perch	1	William LaPerch
09:03:44 2	Agreement?	08 00.3a Z	Q. And that carries with it certain
05.03 44 3	MA, PEIKES: Gajection to the form.	a5 05.40 3	resions (bilities; doesn't it, sir?
05.05.07 4	You could answer it you could	05.05×47 4	A. I! does.
433 5	fullow the question	05.35-43 5	 Q. And it you don't make that disclosure,
05:03:50 6	A. Prior to orior to sheaking to	oş-ça 45 6	you're violating the applicable securities law's;
05.03.59 7	Mc. Sokole, I did not confer with the opend of	00 00 40 T	aren't you, sir?
04.03 tol 8	directors of the Compensation Committee.	05.39:30 8	MA. PEIKES: dojection. II calls for
05:03:50 9	Q. My guestion I already asked that	05-00-51 9	a legal conclusion.
05-04-00 10	guestion.	05/00=2 10	Q. Well, you can answer to the best of
05 04.91 11	My question was: Was there euor any	05:56:50 11	your knowledge.
∞ o₄ o₃ 12	oublie filing made, which set forth different terms	05:95:U 12	A. I don't know.
arc≥:a 13	than those that had previously been disclosed, for	05.26:56 13	 Q. So that if disclosure had not been made.
2020cm 14	Mr. Tendras' tanyary (Sth., 701), Stock Award	05.05.56 14	of this change that you discussed with Mc Sukota,
25 04:17 15	Agreement?	00:56:01 15	that would not have been proper; correct, sir?
30 CM:17 16	A. Prior to my conversation I mean,	05.28:03 16	MA, PEIKES: Abjection to the form of
50 pt/21 17	pefore my conversation with Mr. Sokota?	05:56:04 17	the question.
25 D4-23 1B	Q. Aight.	05.95;94 18	A. I don't know.
ж. ж е 18	A. No.	05.56.05 1 P	Q. And if there was a change that was not
(6,04:24 19	Q. Was titere ever any disclasure	05:06.56 20	disclosed withdrawn.
05,04 26 21	subsequent to your cogversation with Mr. Soxoja,	05:36.14 21	Now, you're saying your understanding
05 04 29 2 !	that the terms of Mr. lendras' tanuary 75th, 70 tt,	05 da:19 22	is that in did appear in some kind of public
⊛əə 23	Stock Award Agreement had changed?	as 00.04 23	lilling; correct?
16.04:37 24	A. Yes.	05 09 25 24	A. 9td what appear1
65,34.35 25	Q. Where was that disclosure?	05 00 28 25	Q. This change that you discussed with
	COMPU-TRAN SHORTHAN & REPORTING		COMPU-TRAN SHORTHANG REPORTING
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1	190	<u> </u>	191
1 3303 2	19≎ Wi≀úam LaPerch	1 55 08 28 Z	.,,
_	ig⊖ Wildam LaPerch		tg: William LaPerch Mr. Sokola.
56-56 B	Igo William LaPerch A. Don't recoil. It's, you know, after we had after we had told the coard end the	06 08 28 Z	19: William LaPerch Mr. Sokota. A. Wett, I mean, !! I don't know.
_	Igo Willam LaPerch A. Don't recoll. It's, you know, after we had after we had told the coard end the the Compensation Committee and the coard, Aob was	06:06:28 Z 06:06:31 3	Ig: William LaPerch Mr. Sokola. A. Well, I mean, !! I don'! know. You know, the questions are getting
56-56-D 3 25-36-Q 4 56-36-9 5	Igo William LaPerch A. Don't recoil. It's, you know, after we had after we had told the coard end the	05 08 28 Z 05:06 91 3 06 08 29 4	Milliam LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point.
50-00-0 3 20,34-0 4 50,04:09 5 05-04-51 8	### ### ##############################	06:06:28 Z 09:06:31 J 06:06:39 4 26:06:36 5	William LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not
56-06-D 3 26-34-Q 4 56-04-S6 5 05-04-S6 7	William LaPerch A. Don't recott. It's, you know, after we had efter we had told the coard end the the Compensation Committee and the coard, Aob was to file the necessary disctosdres. I don't recatt what date or time it was. Q. So, as you're sitting here today,	05 05 28 Z 05:05 31 Z 05:05 31 4 25:06 34 5 es.28 25 6	William LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may
56-56-D 3 25-34-E 5 05-04-56 7 05-34-36 8	William LaPerch A. Don't recoil. It's, you know, after we had after we had told the coard end the the Compensation Committee and the coard, Aob was to fite the necessary disclosures. I don't recall what date or time it was.	06 06 28	William LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the undecthe terms of the
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56:00:03 3 20:00:04 4 56:00:06 5 00:00:51 8 00:00:50 8 00:00:50 9 20:00:00 10 00:00:00 11	William LaPerch A. Don't recoil. It's, you know, after we had efter we had told the coard end the the Compensation Committee and the coard, Aob was to file the necessary disctosdrea. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sakota, there was a oubjic filing that indicated that the terms of the Stock Award Agreement for Mr. Jendras, approved by the board	06 06 28	William LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the undecthe terms of the existing agreement and thought thei the tiling change was not necessary. I don't recall the specific legal interpretation of all that.
50-50-0 3 20,00-0 4 50,00-0 5 65-04-50 7 65-04-50 8 20-50-0 9 20-50-0 10 55-00-0 11 20-50-0 12	William LaPerch A. Don't recoil. It's, you know, after we had after we had told the coard end the the Compensation Committee and the coard, Acb was to file the necessary disclosures. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sakota, there was a oubjecting that indicated that the terms of the Stock Award Agreement for Mr. Jendras, approved by the board of directors on lanuary 15th, 7qII, had changed; is that correct?	05 05 28	William LaPerch Mr. Sokota. A. Well, I mean, !! I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the under the terms of the existing agreement and thought thet the titing change was not necessary. I don't recall the specific legal interpretation of all that. Q. After this conversation with Mr. Sokota, did he prepare another form of agreement
56-56-D 3 26-36-Q 4 56-36-Q 5 65-36-Q 6 7 65-36-36 8 7-65-36-36 9 26-36-36 10 25-36-36 11 26-66-11 12 26-66-11 12 26-66-11 13 25-70-16 14	William LaPerch A. Don't recoil. It's, you know, after we had efter we had told the coard end the the Compensation Committee and the coard, Aob was to file the necessary disctosdres. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sakota, there was a oublic filing that indicated that the terms of the Stock Award Agreement for Mr. Jendras, approved by the board of directors on tanuary 15th, 7qII, had changed; is that correct? A. That's my undecstanding, yeah.	05 05 28	William LaPerch Mr. Sokola. A. Well, I mean, it I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the undeathe terms of the existing agreement and thought thet the tilting change was not necessary. I don't recall the specific legal interpretation of all that. Q. After this conversation with Mr. Sokota, did be prepare another form of agreement for the January 25th, 15t1, stock award that had
50-50-0 3 70-30-0 4 50-00-0 5 60-00-0 7 60-00-0 9 70-00-0 10 70-00-0 11 70-00-1 12 70-00-1 13 70-00-1 14 70-00-1 15	William LaPerch A. Don't recoil. It's, you know, after we had after we had told the coard end the the Compensation Committee and the coard, Aob was to file the necessary disclosures. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sakota, there was a oublic filing that indicated that the terms of the Stock Award Agreement for Mr. tendras, approved by the board of directors on lanuary 15th, 7g II, had changed; is that correct? A. That's my undecstanding, yeah. Q. And what's the basis fur that	05 05 28	William LaPerch Mr. Sokota. A. Well, I mean, !! I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the undecthe terms of the existing agreement and thought thet the tiling change was not necessary. I don't recall the specific legal interpretation of all that. Q. After this conversation with Mr. Sokota, did he prepare another form of agreement for the January 25th, this I, stock award that had been approved on your recommendation by both the
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50-50-0 3 20,04-0 4 50,04-0 5 50,04-5 7 50-04-5 8 20,05-0 11 20,05-0 11 20,05-0 13 25,70-1 14 26,5-1 15 25,20-1 14 26,5-1 15 25,20-1 14 26,5-1 15 26,20-1 17 26,20-1 18 26,20-1 19 26	William LaPerch A. Don't recoll. It's, you know, after we had efter we had told the coard end the the Compensation Committee and the coard, Acb was to file the necessary disctosdrea. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sukota, there was a oublic filing that indicated that the terms of the Stock Award Agreement for Mr. tendras, approved by the board of directors on tanuary tSth, 7qII, had changed; is that correct? A. That's my undecstanding, yeah. Q. And what's the basis fur that understanding? A. Because that's whot you're supposed to do. Q. That's what you're supposed to do you know it that was done here? A. I don't know 109 peccent. Q. And why is that what you're supposed to do, str?	05 05 28	William LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the under the terms of the existing agreement and thought that the tiling change was not necessary. I don't recall the specificate interpretation of all that. Q. After this conversation with Mr. Sokota, did he prepare another form of agreement for the January 25th, 15t I, stock award that had been approved on your recommendation by both the Compensation Committee and the board of directors on tanvery 15th? A. Prepare for whit? Q. Foc Mr. Jendros. A. I don't know. Q. I'm going to shaw you a document marked at a prior debosition as Plaightiff's Exhibit 37. MA. Oktor's: Do you want to take a
50.00 0 3 20.00 0 4 50.00 0 5 60.00 0 7 60.00 0 9 20.00 0 10 20.00 0 11 20.00 1 12 20.00 1 13 20.00 1 15	Witter LaPerch A. Don't recott. It's, you know, after we had after we had told the coard end the the Compensation Committee and the coard, Aob was to fite the necessary disclosdrea. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sakota, there was a oublic filing that indicated that the terms of the Stock Award Agreement for Mr. Lendras, approved by the board of directors on tanuary tisth, 7qII, had changed; is that correct? A. That's my undecstanding, yeah. Q. And what's the basis fur that understanding? A. Because that's whot you're supposed to do. Q. That's what you're supposed to do you know it that was done here? A. I don't know 109 peccent. Q. And why is that what you're supposed to do, str? A. Because we have we have because	05 05 28	William LaPerch Mr. Sokota. A. Well, I mean, it I don't know. You know, the questions are getting confusing at this point. The lact is that there may have not been any thange to the existing agreement. We may have acted under the under the terms of the existing agreement and thought thet the tiling change wea not necessary. I don't recall the soeciff tiegal interpretation of all that. Q. After this conversation with Mr. Sokota, did be oregare another form of agreement for the January 2Sth, thi I, stock award that had been approved on your recommendation by both the Compensation Committee and the board of directors on tanuary tisth? A. Prepare for why? Q. Foc Mr. Jendros. A. I don't know. Q. I'm going to shaw you a document marked at a prior debosition as Ptaistiff's Exhibit 37. MA. Offici's: Do you want to take a mittute before you go through that?
50-50-0 3 20,04-0 4 50,04-0 5 50,04-5 7 50-04-5 8 20,05-0 11 20,05-0 11 20,05-0 13 25,70-1 14 26,5-1 15 25,20-1 14 26,5-1 15 25,20-1 14 26,5-1 15 26,20-1 17 26,20-1 18 26,20-1 19 26	William LaPerch A. Don't recoll. It's, you know, after we had efter we had told the coard end the the Compensation Committee and the coard, Acb was to file the necessary disctosdrea. I don't recall what date or time it was. Q. So, as you're sitting here today, you're saying that subsequent to this conversation with Mr. Sukota, there was a oublic filing that indicated that the terms of the Stock Award Agreement for Mr. tendras, approved by the board of directors on tanuary tSth, 7qII, had changed; is that correct? A. That's my undecstanding, yeah. Q. And what's the basis fur that understanding? A. Because that's whot you're supposed to do. Q. That's what you're supposed to do you know it that was done here? A. I don't know 109 peccent. Q. And why is that what you're supposed to do, str?	05 05 28	William LaPerch Mr. Sokola. A. Well, I mean, II I don't know. You know, the questions are getting confusing at this point. The fact is that there may have not been any thange to the existing agreement. We may have acted under the under the terms of the existing agreement and thought that the tiling change was not necessary. I don't recall the specificate interpretation of all that. Q. After this conversation with Mr. Sokota, did he prepare another form of agreement for the January 25th, 15t I, stock award that had been approved on your recommendation by both the Compensation Committee and the board of directors on tanvery 15th? A. Prepare for whit? Q. Foc Mr. Jendros. A. I don't know. Q. I'm going to shaw you a document marked at a prior debosition as Plaightiff's Exhibit 37. MA. Oktor's: Do you want to take a

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	193		195
1	William LaPerch		William LaPerch
25 87.30 2	MA. PEIKES: Why don't we take a	o5าลา น 2	change, there had not been any discussion with the
15 07 31 3	two-minute basok,	c5 ta.56 3	boacd of directors regarding the change set forth
15444 4	MR. WEINSTEIN: Okay.	05 >6 36 4	in this different form of agreement for Mr. lendras;
5	(Aecess held from 3:04 to 3:13 a.m.)	5 :6 is 5	parrect7
ps 15.51 6	CONTINUED EXAMINATION BY HA. WEINSTEIN:	} }35 1641 B	A. Iden't knew.
US 15.51 7	 I want you to look at a document that 	26.1541 7	Q. You don't know whether it had uc it
05/11/34 B	was macked at a prioc deposition as Plaintiff's	es 1a-LI 8	hada'iP
05:15:54 B	Exhibit 37. It's a document that was produced	65/18/LL 9	A. 7hat's right.
05:16:28 10	by your attorneys in response to o request too	05 18:44 10	Q. do you know whether you had made such
05:35:59 11	oroduction. And it's on emott Icom Aob Sokota,	05 1847 - 11	a presentation to the board of directors?
05:46-16 12	to Gina Grimmer, doted Thursdoy, Mocch 24th, 1011.	05:851 12	A. Idon't remember.
059524 13	Nave you seen this email before today?	DE 18 51 13	Q, do you know whether you had made a
t5:825 !4	(Wilness peruses exhibit)	05 18 53 14	presentation to the Compensation Committee setting
20:16 25 15	A. No.	95.18 SE 15	forth this change in terms, in the form of ogreement
25:16:30 16	Q. I wont to direct your ottention to the	35 ta 39 16	sent by Mc, Sokota, to Ms. Grimmer, oa Morch (4th?
28:16:28 17	torm of Stock Award Agreement that's referenced in	05 19 94 17	A. I don't recatt.
os:16:U 18	this email from Mr. Sokoto to Ms. Grimmer.	05 19 19 18	Q. Now, do you know whether Mr. Sokola,
01:16:3 4 18	do you reçall seeing this gocument	05 19 % 19	in fact, sent this proposed new form of Stock Award
06 1620 20	orepared by Mr. Sokota?	05 16 10 10	Agceement to Mr. Jendros?
s:ssu 21	A. No.	şantaş 1.1	 9 nly from reading this email.
05:1845 22	Q. In looking of it now, does this reflect	05 19:24	 Well, the small is any to Mr. lendras;
05:16:00 23	the change that you had discussed with Hr. Sakola in	us 19/27 23	it's to Ms. Grimmer.
26:17:04 24	Mr. lendros' lanuary (Sth. (OII, stock award?	05 78 21 24	A. Rìght.
65 17:27 25	(Witness peruses exhibit)	e (In 15	Q. Atthough it does say, "Glno, see
	COMPU-TRAN SHORT: IANO REPORTING	İ	COMOUNTO AN OUGE TURNS - COOPERING
	COM CONCENSION SHOWING REPORTING	†	COMPU-TRAN SHORTH A NO REPORTING
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1 09:11:27 2	194	1 us (9/35	196
1 _	i 94 William LaPerch	1 us turas 1 sa tuan 3	196 W ⁱ lliam LaPerch
09-1127 2	≀94 William LaPerch A. Yes.	_	196 William LaPerch allached revised draft of the agreement for doug
05:1727 2	i 94 William LaPerch A. Yes. Q. You'll note in Parogroph o, it no	:a:041 3	196 William LaPerch attached revised draft of the agreement for doug that you con send to him."
05:17:27 Z 05:17:28 3 75:1[:28 4	194 William LaPerch A. Yes. Q. You'll note in Parograph o, it no tonger has a provision that provides for accelerated	54:841 3 55:1845 4	196 William LaPerch allached revised draft of the agreement for doug that you can send to him." Go you know whether, in fact, at
05:17:28	194 William LaPerch A. Yes. Q. You'll note in Parogroph o, it no longer has a provision that provides for accelerated yesting it Mr. 7endras was tecminated without cause;	24:041 3 25:1842 4 26:1941 5	196 William LaPerch allached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. Tendras ofter
05-1/27 Z 05-1/28 3 05-1/28 4 05-1/25 5 08-1/25 5	William LaPerch A. Yes. Q. You'll note in Parograph o, it no tonger has a provision that provides for accelerated yesting it Mr. Tendras was tecminated without cause; correct? A. Correct. Q. And it would appead, then, that	24:241 3 20:1842 4 20:1943 5 25:1847 8	196 William LaPerch alfached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. fendras ofter this emoil was sent to Ms. Gammer?
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09-17-27 2 05-17-29 3 26-17-12 5 5 26-17-12 6 17-12 8	William LaPerch A. Yes. Q. You'll note in Parograph o, it no tonger has a provision that provides for accelerated yesting it Mr. Tendras was tecminated without cause; correct? A. Correct. Q. And it would appead, then, that	54 (0.4) 3 25-18-45 4 Co-19-U 5 05-18-47 8 05-18-02 8	William LaPerch allached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. lendras ofter this emoit was sent to Ms. Gammer? A. I don't krow that for a last. Q. do you know whether Mr. lendros
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09/1/27 2 05/1/28 4 4 25/1/28 5 7 05/1/28 8 05/1/28 10 05/1/28 11 20/1/28 12 25/1/28 13 05/1/28 13	William LaPerch A. Yes. Q. You'll note in Parograph o, it no longer has a provision that provides for accelerated yesting it Mr. 7endras was tecminated without cause; correct? A. Correct. Q. And it would appead then, that Mr. Sakota prepared this document in or about March 14, 1011; correct? A. Cgrrect. Q. And that would've been after Mr. Sakota and Mc. lendras had signed the January 15th, 1011, award that had been approved by the board of	54 : 0.41 3	William LaPerch alfached revised draft of the agreement for doug that you can send to him." Go you know whether, in fact, at his direction it was sent to Mr. fendras ofter this emoit was sent to Ms. Gammer? A. I don't krtow that for a fact. Q. do you know whether Mr. fendros expressed o polat of yiew as to whether this progosed change in the terms of the fanuary i Sth, 1011, Stock Award Agreement was acceptable to him? A. I, subsequently, heard that it was not
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09-17-27 2 05-17-28 4 26-17-19 5 26-27-28 7 08-17-42 8 08-17-48 10 08-17-48 11 10-17-93 12 10-17-93 12 10-17-93 14 10-18-18 15 10-18-18 18 10-18-18 10-18-18 18 10	William LaPerch A. Yes. Q. You'll note in Parogroph o, it no longer has a provision that provides for accelerated yesting it Mr. 7endras was tecminated without cause; correct? A. Correct. Q. And it would appead then, that Mr. Sakota prepared this document in or about March 14, 1011; correct? A. Cgrrect. Q. And that would've been after Mr. Sakota and Mc. tendras had signed the January 15th, 1011, award that had been approved by the board of directors; correct? A. After they signed it; correct. Q. And it would've been after the board of directors approved it, as well; correct? A. Cocrect. A. Cocrect.	54 : 941 3 20:1845 4 contact 5 contact 7 8 usiteria 7 so : 955 9 20:1956 10 contact 1! iiii/2056 12 contact 1! iiii/2056 13 20:2956 14 contact 14 contact 15 contact 16 contact 17 usiteria 18 contact 19	William LaPerch allached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. tendras ofter this emoit was sent to Ms. Gammer? A. I don't krow that for a fact. Q. do you know whether Mr. tendros expressed o polat of yiew os to whether this proposed chonge in the terms of the fanuary tisth, total, subsequently, heard that it was not acceptable to him. Q. And were you awore, at the time that Mr. Sokoto prepared this change, whether or not Mr. tendras had been in receipt of the fully executed fanuary tisth, total, Stock Award Agreement? A. I was awere that he was not fit possession of that.
09-17-27 2 05-17-28 4 26-17-28 5 29-27-31 6 06-27-33 7 08-17-32 8 08-17-38 10 08-17-38 10 08-17-38 11 29-17-38 12 29-17-38 13 08-18-18 14 08-18-18 18 08-18-18 18 08-18-18 18 08-18-18 18 08-18-18 18 08-18-18 18	William LaPerch A. Yes. Q. You'll note in Parograph o, it no longer has a provision that provides for accelerated yesling it Mr. 7endras was tecminated without cause; correct? A. Correct. Q. And it would appead, then, that Mr. Sakota prepared this document in or about March 14, 1011; correct? A. Cigrect. Q. And that would've been after Mr. Sakota and Mc. tendras had signed the January 15th, 1011, award that had been approved by the board of directors; correct? A. After they signed it; forrect. Q. And it would'ue been after the board of directors approved it, as well; correct? A. Cocrect. Q. And it would'ue been after the board of directors approved it, as well; correct? A. Cocrect. Q. And it would'ye been after there had	54 : 0.41 3	William LaPerch alfached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. lendras ofter this emoit was sent to Ms. Gammer? A. I don't know that for a fact. Q. do you know whether Mr. lendros expressed o polat of yiew os to whether this progosed change in the terms of the fanuary i Sth, total, Stock Award Agreement was acceptable to him? A. I, subsequently, heard that it was not acceptable to him. Q. And were you aware, at the time that Mr. Sokoto prepared this change, whether or not Mr. tendras had been in receipt of the fully executed fanuary i Sth, total, Stock Award Agreement? A. I was aware that he was not fit possession of that. Q. And who made you oware of that?
09-17-27 2 05-17-28 4 25-17-28 5 28-27-31 6 36-27-49 7 08-17-49 10 08-17-49 10 08-17-49 11 29-17-39 12 28-27-49 13 08-18-29 14 08-18-29 14 08-18-29 18 08-18-29 18 08-18-29 18 20-18-29 18	William LaPerch A. Yes. Q. You'll note in Parogroph o, it no longer has a provision that provides for accelerated yesting it Mr. Tendras was tecminated without cause; correct? A. Correct. Q. And it would appead, then, that Mr. Sakota prepared this document in or about March 14, 1011; correct? A. Cgrrect. Q. And that would've been after Mr. Sakota and Mc. lendras had signed the January 15th, 1011, award that had been approved by the board of directors; correct? A. Aftec they signed it; correct. Q. And it would've been after the board of directors approved it, as well; correct? A. Cocrect. Q. And it would've been after there had been a disclosure of the terms of that award in both	54 : 0.41 3 20: 1845 4 20: 1847 8 05: 1847 8 05: 1847 8 05: 1847 9 05: 1852 9 05: 1856 10 05: 20: 05 12 05: 20: 05 13 06: 20: 06 14 06: 20: 06 15 05: 20: 06 16 05: 20: 06 17 05: 20: 06 18 06: 20: 20: 20: 20: 20: 20: 20: 20: 20: 20	William LaPerch allached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. fendras ofter this emoit was sent to Ms. Gemmer? A. I don't know that for a fact. Q. do you know whether Mr. tendros expressed o polat of yiew os to whether this progosed chonge in the terms of the fanuary (Sth., 1011, Stock Aword Agreement was acceptable to him? A. I, subsequently, heard that it was not acceptable to him. Q. And were you awore, at the time thot Mr. Sokoto prepared this change, whether or not Mr. tendras had been in receipt of the fully executed fanuary (Sth., 101t, Stock Award Agreement? A. I was awere that he was not fit possession of that. Q. And who made you owere of that? A. Mr. Sokota.
09-17-27 2 05-17-28 4 26-17-28 5 29-27-31 6 06-27-33 7 08-17-32 8 08-17-38 10 08-17-38 10 08-17-38 11 29-17-38 12 29-17-38 13 08-18-18 14 08-18-18 18 08-18-18 18 08-18-18 18 08-18-18 18 08-18-18 18 08-18-18 18	William LaPerch A. Yes. Q. You'll note in Parogroph o, it no longer has a provision that provides for accelerated yesting if Mr. Tendras was tecrnicated withou; cause; correct? A. Correct. Q. And it would oppead, then, that Mr. Sokota prepared this document in or about March 14, 10:11; correct? A. Cgrrect. Q. And that would've been after Mr. Sokota and Mc. lendras had signed the January 15th, 10:11, award that had been approved by the board of directors; correct? A. After they signed it; forrect. Q. And it would've been after the board of directors approved it, as well; correct? A. Cocrect. Q. And it would've been after there had been a disclosure of the terms of that award in both the 10-X and the 8-K; correct? A. Yes. Q. And at the point in time that Mr. Sokota	54 : 941 3 20: 1845 4 20: 1847 8 20: 1847 8 20: 1847 8 20: 1840 7 20: 1850 1 20: 1850 1 20: 1850 1 20: 1850 1 20: 1850 1 20: 1850 1 20: 1850 1 20: 1850 1 20: 1850 1 20: 20: 20: 20: 20: 20: 20: 20: 20: 20:	William LaPerch alfached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. fendras ofter this emoit was sent to Ms. Gdmmer? A. I don't know that for a fact. Q. do you know whether Mr. fendros expressed o potat of yiew os to whether this progosed chonge in the terms of the fanuary tisth, total, Stock Award Agreement was acceptable to him? A. I, subsequently, heard that it was not acceptable to him. Q. And were you aware, at the time that Mr. Sokoto prepared this change, whether or not Mr. fendras had been in receipt of the fully executed fanuary tisth, fort, Stock Award Agreement? A. I was aware that he was not fit possession of that. Q. And who made you oware of that? A. Mr. Sokota. Q. And did you ask Mr. Sokota to respond
09-17-27 2 05-17-28 4 25-17-28 5 28-27-31 6 36-27-49 7 08-17-49 10 08-17-49 10 08-17-49 11 29-17-39 12 28-27-49 13 08-18-29 14 08-18-29 14 08-18-29 18 08-18-29 18 08-18-29 18 20-18-29 18	William LaPerch A. Yes. Q. You'll note in Parogroph o, it no longer has a provision that provides for accelerated yesting it Mr. Tendras was tecminated without cause; correct? A. Correct. Q. And it would appead, then, that Mr. Sakota prepared this document in or about March 14, 1011; correct? A. Correct. Q. And that would've been after Mr. Sakota and Mc. lendras had signed the January 15th, 1011, award that had been approved by the board of directors; correct? A. Aftec they signed it; forrect. Q. And it would've been after the board of directors approved it, as well; correct? A. Cocrect. Q. And it would've been after there had been a disclosure of the terms of that award in both the 10-X and the 8-K; correct? A. Yes.	54 : 0.41 3	William LaPerch alfached revised draft of the agreement for doug that you con send to him." Go you know whether, in fact, at his direction it was sent to Mr. lendras ofter this emoil was sent to Ms. Gdmmer? A. I don't know that for a fact. Q. do you know whether Mr. tendros expressed o potat of yiew os to whether this progosed chonge in the terms of the fanuary testh, total, Stock Aword Agreement was acceptable to him? A. I, subsequently, heard that it was not acceptable to him. Q. And were you awore, at the time that Mr. Sokoto prepared this change, whether or not Mr. tendras had been in receipt of the fully executed fanuary testh, total, Stock Award Agreement? A. I was aware that he was not fit possession of that. Q. And who made you oware of that? A. Mr. Sokota. Q. And did you ask Mr. Sokota to respond to that inquiry, or did Mc. Sokota just tell you?

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	197		199
1	William I aPerch	1	William I aPerch
ოცი 2	that discussion with Mr. Sokota, you were atteadu	œ.23:8 2	Q. And when you had this conversation with
05.20:40 3	aware that Mt. Sokota had signed it after	95 23 LD 3	Mi. Oaita, did you also discuss with him the
15 January 4	Mr. Jehdias had sighed it; correct!	95:25 X0 4	direction that had been made hot to deliver the
5	A, ! was.	35232 9 5	fully executed Jahuary 25th, 2011, stock award to
os:20:51 6	Q. And ald you give an instruction to	50°23-33 6	Mr. lendras!
ж ж: за 7	Mr. Sokota hot to return the fully executed	20:23:05 7	A. I don'i recall.
95 20136 B	Jahuary 25th, 2011, Stock Award Agreement to	50 Z3 Q8 B	Q. Old Mr. Oatta share with you ahy of
18.20:54 8	Mr. lehdras!	55.23.43 B	the conversations he was having with Mr. Jendtas
88:28:31 10	A. We discussed the issue and agreed that	os 23.45 10	regarding the terms of the Voluntary secaration from
5621.02 11	he should hot return.	25 23 48 11	the compahul
352104 12	Q. And did that conversation take oface	N 2549 12	A. Yes.
(5.21 % 13	before this email of March 24th that was self by	55 23 49 13	 Q. And th conhection with those discussions,
M:21 12 14	Mr. Sokota to Ms. Grimmer with the otoposed hew	56 23 56 14	did he indicate to you what he said regarding the
65.2: 15 16	terms?	os 254 0 15	status of the Jahuary 25, 2011, stock award that had
c501.16 18	A. Yes.	35.240 8 18	breviously been executed by Mr. lendras!
65.71 26 17	Q. And did you also lell Mr. Sokola to	25 7+06 17	A. ! don't remembet.
05-21-20 18	hot share with Mr. Jehdras the fact that there had	25 24 20 18	Q. Old he share with you what it was he
65:21 N 19	already been an execution of the Jahuary 1,5th, 1011,	ա (ա 19	said to Mr. Jehdras regarding the buestion of
65.11 to 20	award by Mr. Sokota!	56 24 86 20	whether it had been sighed by ahyone at AboveNet?
65) 1.61 21	MR. PEIKES: Objection to the form.	50°Z* 38 Z1	MR. PEIKES: Objection to the form.
65,11-65 22	1ME WITNESS: Could you read back like	31 24 21 22	A. I don't remembet.
59.21.Us 23	duestijoh, olease.	20:24:27 23	Q. Did he indicate to you whether he had
012147 24	(Question read)	05-24-74 24	advised Mr. Jehdras that the position of AboveNet
36 22:03 25	A. It was hot discussed.	06:24:26 Z 5	was that the Jahuary 25th, 2011, stock award had
	COMOU-TRAN SHORTHAND REPORTING		COMOU-TRAN SHORTHAND REPORTING
44	198	 	°£00
9,		1	'č00 William ! aPerch
1 34 22:16 2	198	1 35-54-23 2	
1 36 22:05 2 36 22:06 3	198 William I aPerch	1 65-74-73 2 65-94-35 3	William I aPerch
	igs William ! aPerch Q. old you have a conversation with		William ! aPerch ho legal effect, because it had hot been executed
86.22:04 3	198 William ! aPerch Q. old you have a conversation with Mr. Datta regording a change in the terms of the !attuary 25th, 20! i, Stock Award Agreement that had	es sa.as 3	William ! aPerch ho legal effect, because (I had hot been executed by AboueNet!)
55.22:08 3 56.22:13 4	198 William ! aPerch Q. old you have a conversation with Mr. Datta regording a change thithe terms of the	65 M.35 3	William ! ePerch ho legal effect, because (I had hot been executed by AboveNet) A. He did hot Indicate I had to me.
3622:08 3 6622:13 4 6622:18 5	William I aPerch Q. old you have a conversation with Mr. Datta regording a change in the terms of the Pattuary 25th, 2011, Stock Award Agreement that had been executed by Mr. Jehoras and Mr. Soxota!	65 M.B 3 65 25 0 4 65 25 0 5	William ! aPerch ho tegat effect, because it had not been executed by AboueNet! A. He did ho! thdica!s that to me. Q. I'm gothy to show you a document that was marked at a orior deposition as Plathtiff's
55.22:00 3 65.22:13 4 66.22:16 5 66.22:28 8	Ig8 William! aPerch Q. old you have a conversation with Mr. Datta regording a change in the terms of the fattuary 25th, 2011, Stock Award Agreement that had been executed by Mr. Jehoras and Mr. Soxota! A. Yes.	65 M.B 3 65 22 D 4 65 22 D 5 65 25 D 6	William ! aPerch ho legal effect, because (I had hot been executed by AboueNet!) A. He did ho! Indicate I hat to me. Q. I'm gothy to show you a document that
5522:06 3 5622:19 4 6522:19 5 6522:29 8 65:22:27 7	William ! aPerch Q. old you have a conversation with Mr. Datta regording a change in the terms of the !attuary 25th, 20! t, Stock Award Agreement that had been executed by Mr. Jehoras and Mr. Soxota! A. Yes, Q. And did you have that conversation	65 M.B 3 65 D D 4 65 D D 5 65 D D 6 60 D D 7	William ! aPerch ho legal effect, because (I had hot been executed by AboueNet! A. He did ho! Indica!s I hat to me. Q. I'm gothg to show you a document that was marked at a orior deposition as Plathtiff's Exhibit 36. (Handing) This, too, is a document
55.22:06 3 56.22:19 4 66.22:16 5 66.22:26 8 55:22:27 7 66.22:26 8 56:22:39 9	William I aPerch Q. old you have a conversation with Mr. Datta regording a change in the terms of the Isituary 25th, 2011, Stock Award Agreement that had been executed by Mr. Jehoras and Mr. Soxota! A. Yes. Q. And did you have that conversation with Mr. patta at or about the time that you	65 M.35 3 65 23 37 4 65 23 40 5 65 25 40 6 60 25 44 7 63 25 43 8	William ! aPerch ho legal effect, because (I had hot been executed by AboueNet!) A. He did ho! Indica!s I hat to me. Q. I'm gothg to show you a document that was marked at a orior deposition as Plathtiff's Exhibit 36. (Handing) This, too, is a document that was oroulded by your attorneys. And ! want you to take a moment to took at it, because I'm
55.22:06 3 56.22:13 4 56.22:16 5 66.22:26 8 55.22:27 7 66.22:28 8 56.22:29 9 66.22:30 10	William! aPerch Q. old you have a cohversation with Mr. Datta regording a change in the terms of the faituary 25th, 2011, Stock Award Agreement that had been executed by Mr. Jehoras and Mr. Soxota! A. Yes, Q. And did you have that cohversation with Mr. oatta at or about the time that you discussed it with Mr. Sokota, os it related to a	65 M.35 3 65 22 37 4 65 22 40 5 65 25 40 6 65 25 40 7 62 25 41 8 41 25 41 9	William ! aPerch ho legal effect, because it had hot been executed by AboueNet! A. He did ho! thdica!s that to me. Q. I'm going to show you a document that was marked at a orior deposition as Plathtiff's Exhibit 36. (Handing) 1his, too, is a document that was provided by your attorneys. And ! want
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89:04:06 Z	ought to keep in mind when dealing with the sates	De 42 C5 Z	Q. Now, I want to direct your attention to
33 34 85 3	lotks.	05 42 05 3	the second page of this document.
<u> </u>	Q. oid he have any subseduent conversations	u5 42 56 4	A. Okay,
5	with you regarding the content of your review of hir	U5 42 35 5	Q. And I would say four tines down from
65 M.11 B	201d performance!	ns 42-55 8	the tod of that first line of that page, there's a
65 St 11 7	A. No.	u5 42 05 7	statement that says, "After some discussion, he
6-yars 8	Q. old you have ally communications (4) ii	55.47-2≤ 8	asked what I thought was reasonable.
65:36:H 9	him subsequent to this meeting relating to tils	0542'gs 9	i told him that I was hot authorities to
65:34 FB 10	performance at AboveNet!	05.42:65 10	discuss the specifics of a package with him. I was
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05:42:04 23	• Make you seek this document before] ∞ ⇔ ∞ 23	understand why he should hegoliate on the collect.
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05:4204 3 05:4204 8 05:4204 8 05:4204 8 05:4204 10 05:4204 11 06:4204 12 06:4204 15 31:4204 18 20:4204 18 20:4204 18 20:4204 18 20:4204 18 20:4204 18 20:4204 18 20:4204 18	William LaPerch Q. And you're certain you didn't see this before siday; is that correct! A. L'm hot certain. 95 oercent. Q. oo you know who the author of this document is! A. Rajly. Q. is that your best guess, or is that to your xhowledge! A. My dest guess. Q. And on what do you base your conclusion that Mr. Datta is the author of this document! A. Just talking about management style, and in the third oat agraph he said — he says that, "I've been running product devisionment! Q. You're reterring to the tited fall oaragraph! A. Taird 14th datagraph, four titles from the bottom, it says, "I reminded him that my level of engagement on things like product oroductivity may allow him to get a sense of my impact." Q. Is that the paragraph that begats with the words, "oung reterrated his uself,"!	50 42 08 2 2 2 2 3 4 2 1 2 2 2 3 4 3 1 2 2 4 3 1 3 2 4 3 1 3 2 2 4 3 1 3 2 4 3 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3 1 3 2 4 3	Did Mr. Oatta share with you these thoughts memorialized th this document during the time that he was having conversations with Mr. tendras retaining to the terms of the unutitary segaration! A. Mr. Oatte shared with me the act that he was having conversations with Mr. fendres discussing it things couldn't be worked out between them, and they couldn't figure out how to make the organization successfut, you know, would doug consider taking a package from us to teeve. Q. And does the term "20 to stock oftis set forth this document? A. Where are you reading! Q. The second-to-tast — or third-to-tast sehience; t'm sorry. "The head, I said that getting 20 to stock oftis severance through the end of the year, 20!!, is something to would take forward for consideration." A. Yes, It does have meahing. Q. riad Mr. Oatta discussed that cuticept
06:4204 3 06:4204 6 06:4204 8 06:4204 8 06:4204 10 06:4204 11 06:4204 12 06:4204 15 31:4204 18 06:4204 15 31:4204 18 06:4204 17 06:4204 18 06:4204 18 06:4204 20 06:4204 20	William I aPerch Q. And you're certain you didn't see this before sriday; is that correct.! A. I'm not certain. 95 oercent. Q. oo you know who the author of this document is! A. Rajly. Q. is that your best guess, or is that to your xhowledge! A. My oest guess. Q. And on what do you base yout concluding that Mr. Datta is the author of this document! A. Just talking about management style, and in the third oat agrach he said he says that, "I've been running croduct deustooment? Q. You're reterring to the tited fall coaragraph.! A. Taird 141 oat agrach, four tines from the bottom, it says, "I reminded him that my level of engagement on things like croduct croductivity may allow him to get a sense of my Imoact." Q. is that the paragraph that begats with	50 42 08 2 2 2 2 3 4 2 10 4 2 10 4 2 10 4 2 10 4 2 10 4 2 10 2 10	backage." old Mr. Oatta share with you these thoughts memorialized in this document during the time that he was having conversations with Mr. tendras relating to the terms of the ununhary segaration! A. Mr. Oatte shared with me the act that he was having conversations with Mr. fendres discussing it things couldn't be worked out between them, and they couldn't figure out how to make the organization successful, you know, would doug consider taking a package from us to leeve. Q. And does the term "20 th stock of the forth on this document? A. Where are you readthg! Q. The second-fo-tast or third-to-tast sentence; I'm sorry. "In the end, I said that getting 20 It stock of us severance through the end of the year, 20 II, is something I would take forward for consideration." A. Yes, It does have meahing.

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213 Programme 213	1
1 William I aPerch	William LaPorch
18:46:37 2 A. Right.	2 knew 8 was presented to Mr. lendias!
e was 3 Q. And the offier was Exhibit 23. And	asays 3 A. I know it was written on the email that
MR. OEIKES: Yue shows him both of	mins 4 we saw, where Gina Gyimmes was directed to oresent
5 : [hose.	04:5130 5 /1 to Mi. Jendias.
MR. WEINS1EIN: 1 appreciate that.	20.3831 6 Q. And were you made aware of what, if
Now, I have to catch up, toh.	50.5035 7 ahy, response Mr. lendras had to the oroopsed change
mass 8 Q. I have 21, and I have 73.	65.95.36 8 In the terms of the lahuary 25th, 2011, award!
Orecting your attention to 21	obser 9 A. Ves; ! was mede aware that he refused
seem 10 that's the Ohe dated December 20th, 2016 that had	05:59.4c 10 to sign it.
****** 1.1 a yesting schedule that also contemplated a lesting	035146 11 Q. And who told you that?
minutes 12 of the units on November 15th, 2011; correct!	pssiss 12 A. I don't remember. II was errhar Rajly
nexens 13 A. Correct.	ash u 13 bu Rob.
ostens 14 Q. And as to those units, the obsition of	025148 14 Q. Now, once Mr. lendras rejected the
க்குந்து 15 the company was that Mt. lendras, as part of the	assace 15 oroposed change in the Jahuary 25th, 2011, stock
(\$3020) 16 terrins of the Voluntary separation, would be chilled	ಆರ್ಜ್ 18 award, to your knowledge, were there considued
isseza 17 to receive those, as well, even if he sebarated	as sees 17 discussions relating to the terms of a voluntary
Missia 18 onor to November 15th, 2011; is that correct!	18-3511 18 separation between Mr. lendras and Mr. oatta, ot
Bisassi 19 A. That was our finital offering, wes.	мын 19 ahyone else at the company!
assess 20 Q. And now, we're directing thur attention	essue 20 A. I'm not aware of the timing of all
to Exhibit 23, which your attorney was good enough	855214 21 that I couldn't say, either way.
жжер 22 to oroulde to you there. That had a uesting	45:522: 22 Q. Now, duhh@1he pehod of time that
wisen 23 schedule that comemplated uesting of a portion of	1853222 23 Mr. Jehdi as was having these discussions relating
Make 24 these units in 2012 and 2013; correct!	05.52200 24 to a possible Voluntary separation, was he working
assets 25 A. Correct.	uszar 2S from home!
COMPU-TRAN SHOR1HAND REPORTING	COMPU-TRAN SHORTHANO REPORTING
	, about a structure to the structure to
214	71 f
William LaPerch	218 . William La Perch
William LaParch	William LaPerch
William LaPerch orders 2 Q. And those units totalled actually,	William LaPerch w.u.m 2 A. I didh't see him eround the office.
William I aPerch William I aPerch And those units totalled — actually, We was the entire stock award, correct, that was	William LaPerch William LaPerch A. I didn't see him eround the office. So, did you conclude, then, that he
William ! aPerch Milliam ! aPerch Dispose 3 I was the entire stock award, correct, that was esses 4 going to uest at 14,000 was going to vest oh	William LaPerch 68:02:06 Z A. I didn't see him eround the office. 68:02:02 3 G. So, did you conclude, then, that he 68:02:05 4 was working from home1
William I aPerch Ones 2 Q. And those units totalled — actually, below 3 I was the entire stock award, correct, that was tens 4 going to uest at — 14,000 was going to vest oh sison 5 November 16th, 2d12; and 7,000 units were going to	William LaPerch 65:32:42 3 G. So, did you coholude, then, that he 65:32:45 4 was working from home1 65:32:46 6 A. I didn't draw any conclusions. I just
William! aPerch Others 2 Q. And those units totalled actually, Dissolve 3 I was the entire stock award, correct, that was expose 4 going to uest at 14,000 was going to vest oh others 5 November (6th, 2d12; and 7,000 units were going to wish 8 uest on November (6th, 2o13; correct)	William LaPerch 69:41:06 Z A. I didn't see him eround the office. 69:52:42 3 G. So, did you conclude, then, that he 69:52:45 4 was working from home! 69:52:46 6 A. I didn't draw any conclusions. I just 69:52:49 6 didn't see him around the office.
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Milam Jaoerch	us 5649 2	assistant orguided. And then, based on that, !
MR. OEJKES: Objection to the form.	_	asked Mr. tehdras to get thuolued th soeaking with
A. Wheh Mr. Jehdras was organizationally	1	the customers.
organised under Mr. Oatta, Mr. lehdias	_	Q. And to your knowledge, dib Mr. tehdras
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at you didn't communicate with hith, cither?	G5:57:09 8	
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Oraihriff's Exhibit 44.	20 57 20 11	Exhibit 45.
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Wikiam ! aPerch	1	William (aPerch
Q. * all alight. The problem is still	osista Z	A. ! have holidea.
ot fixed. It got kicked out this morning, and	35 50 29 3	 Q. Okay. There are a series of questions
e'il go back at a o.m. tohight to resotue. They	usse 14 4	that appear to have some answers. We're those the
ouidh't tihd the solice cholosute. It's heat	0÷n4.78 5	ahswets provided by Mr. tehdtas?
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sue, but he's not sure yet. There die access	G\$138:31 7	Q. Go ahead. What were you going to say?
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om you, to Mi. Jehdias, oh that same date, at	10 ± ودود الم	spans are down and being restored. It doesn't say
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is inal ah emeli you sehi to Mr. lehdras?	_{56:55:} u 13	
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2 hot we' COL 05 55.34 Wh 1351 05:56:06

Q. So, you were, in fact, communicating with him oh May 19, 2b11, to address ah issue idehtitled by your administrative assistant with regard to Bahk of America; is that correct?

Actually, the issue was identified by customers who seht me emetts. My ameti assistant -or my assistant didn't tdantify the Issue.

But th response, your response to this was to have Mr. Jehdres address it; correct?

My response to this was to get a status Α. report ≆rom the hatwork mahagemaht cehter, which my COMPU-1RAN SHORTHAND REPORTING

and Rebo Bahk, a Outch behk. 05 59 54 1**6**

06 08 01 **18** And there was a need to restore settice to these particular customers! as os os 17

We had an outage. It was a heed to 56.00 to 18 restere service for all customers. These were the 56 dg 29 18 ohes that were still down at the time. ∞ ot ∞ 20

36 00 to 21 Ahb did you ask Mr. lendras to addiess

lssues relating to this outage) 04 GB75 Z2

> A. ! did.

_{05.09} ж 23

And did he respond to your questions? 05.05.22 24

жжж 25 ! doh't know if he responded. Somobody COMPU-TRAN SHORTHAND REPORTING

2

3

4

7

05 69 50

25 53.30

05.53:50

05:53 06

05 M (30 TH 95:34:21 12 ∞:M-22 13

05 66.EP 15 as 65:16 18

95.55014 17

56.55:20 **18**

66:53:21 19 65:55 22 **20** 05.5626 21

55.M:30 22

65-65:36 **23** 05:53.37 **24** 05.53.40 25

05:50t/88 _{25.58.01} 10

as-20 17 15

20 NO 18 18

05 50 24 17

35.95.EF 18

æ 5631 **20**

05 56:u 24

∞∞ to 25

21

22

23

(29	Case 1:11-cv-05409-SCPED Docu	ment 27	-2 Filed 02/08/13 Page 57 of 95
	221	T	ZZ 3
1	William I aPerch	1	William (aPerch
50:06 Z# 2	responded.	06 cz 16 2	A. No.
OS.08.28 3	Q. Well, you'll see in this amail chain it	06 8257 3	Q. And your third guestion: "I would like
56 mar. 4	says, oh May 19th, 2011, at 5:25 o.m. Poug lendlas	00 02 19 4	you to olease call Alliance Bernstein and update
4 5	wrote, "Ahswers below." And theh, it adoesrs that	. 5a.022≉ 5	them on this. We sould a long time digging out of
as.10.u B	he forwarded your buestions with his answers;	5e 02 27 6	a hole with them on desformance. I bon't want to
35:04: u 7	correct)	55 WZ 3D 7	get back in that trote."
м ф.п. В	A. Yes.	96 02.31 8	Mis response was, "Alliance Gerhstein
oe.qo:+e 9	Q. And he's responding to your disestions,	36.0× 65 9	is up. I will call them."
06.00.42 10	"Who from AboueNet is on site!" The says, "Marta	56 02°57 1 0	Ahu issue with that response?
01.00.52 11	Sahto is oh site."	sete u 1 t	A. No.
овдаля 12	Was that someone in operations	ns 89/42 12	Q. And theh, you wrote back, oh 1 uesday
os-±a∷o 13	A. It is,	06-23-48 13	on Thursday I'm sorry Thursday, May 19th,
00 00-50 14	Q who recorted to Mr. Jehdras?	00 07 M. 14	"Okay. Jet me khow who you soeak to."
04 04:57 15	A. But the politif was trying to make is	ne cores 15	And that was a teference to
os. 01 08	that I don't know if he wrote these answers, or they	и с7:м 16	Mr. lehdras' reference to the fact that he would
ose::::2 17	were cut and pasted from somebody he asked. That's	08 02:37 17	call Alliance Berhsteih!
orot∞ 18	a mihor obini.	DE:02 59 18	A. Yes.
w.o. a 19	Q. Oo yeu ha ^u e ahy reason to think t <i>h</i> at	i 06.0328 19	MR. WEINSTEIN: Oathriffs' 46.
06:01 07 20	somebody other than he wrote this?	26:03:30 20	(Whereupoh, two-oage email chaih Bates
್ಣಾಣ 2 ≀	A. Yes; all the time.	06:62:37 21	sramped P000094 - 95 wds marked as Plaintiff's
66.01110 22	Q. Old you inquire with Mr. lendtas on	06:01:45 22	Exhibir d6, (or id.)
6601.11 23	This subject!	08.04:14 23	Q. Mr. LaGerch, I'm gothg to show you
ce:01:12 24	A. No. It didn't matter to me.	06:04:16 24	what's been marked as Claimid's Exhibit 46.
38°05'15 26	Q. Rich and Mike Sharzberg, were those	on 04.20 25	(Hahding)
	COMOU-TRAN SHORTHAND REPORTING		COMPU-1RAN SHORTHAND REPORTING
	222		224
1	William ! aPerch	1	William LaPerch
06:01:57 Z	operations decible.)	36:09:07 2	tust for the record, what has been
06:91:57 3	A. Yes.	GE 20:06 3	marked as Clathtiff's Exhibit d6 is a two-page email
06:01:08 4	Q. Aha he's saying, "Rich and Mike	G6505:12 4	chath, and I want to oirect Your attention to the
04:01:20 5	Shall berg have been on the ohehe all doy. Tim	66 G9:23 5	tirs) dage of this email chath. In the bottom of
26:01.24 6	Matchett is on jury duty; so, Mike is performing	00 m:24 B	the cage is ah e-mail trom you, to Doug tehdras,
26:01 28 7	double duty today."	08:05:27 7	dated Saturday, May 21, 2011; correct1
e6:05.29 B	The hext buesitoh is, "Why is It taxing	жиж В	A. Correct.
08.01:32 B	so long ro solice back up flue to seven clistomers?	75.05.30 9	Q. thinks email you write to Mr. lehdras,
65:91:35 10	The fiber was out of the ground four hours ago."	56 05 34 1 0	you say, "Ooug, I have highlighted the job. I would
36 21:33 11	And then the response is, "The cable	OR 05 37 1	tike some explahation on the Vattance on the
d6 31 ·34 12	was outled out of the souce case, and about 14	osesee 12	comoleted job report detail tab. It the highlight
мжтаа 13	fibers broke where the cable enters the case. We	08 05 45 1 3	is yellow, then t heed a construction Valiance
08/81/47 14	have soliced up the broken libers with the exception	08 05 to 14	exotanation. If the highlight is red, I need ah
ասեր 15	of u\$\$, o 8 , and Rabo, who were up on the protect.	35 05 51 16	equipment uariance exotanation. It abogats there
28 P. 12 10:00	We're still trying. If we can't fix the thtee	ირდა 18	may be something not right about the equipment
26:35:17 17	remaining, and since there is no stack, we have tu	50:56:59 17	CAPEX, as there are humerous jobs where ebuloment
26.01.59 18	find a new oath. The NYA ream is packed, and an	96:05:24 18	CAPEX is budgeted, but hot used.
_{овления} 19	joules have been difficult to lind, keyln is still	ъ о₅ ж 19	With the Pelocity of our business
40.14.44	eparchibo "	œ os-an 20	lately, I am ahxious to ensure that CAPEX humbers
	searching."	2000	parety, Fair Grixious to ensure diat CAPEX Humbers
	searching." (10 you know who Keuth was)	20m 20	I am looking at are letted for accuracy. I am
_{(M-0.00} 20	- · · · · · · · · · · · · · · · · · · ·		

96 xx2 15 **25**

26 min 24 issue with this response as retated to Your

question, why is it taking so long!

COMPU-1 RAN SHORTHAND REPORTING

24 work with Joe's team for ahu additional hipporal

COMPU-TRAN SHORTHAND REPORTING

≈ 6633 Z5 into you that need. Please have this done by

Case 1:11@v-05409-SCPED Docu	nient 27		
225		22 7	
William La ^o erch	1	William I aPsrch	
juhe 3rd."	ջգ։սը, 2	Oo you khow who Mr. Wihski is?	
Now, you make a direction to	04 to:34 3	A. He works in the helwork management	
Mr. Jehdras th this email that he should work with	09 YOU 4	centBr.	
loe's team. Who is joe!	06 10.38 5	Q. And he's an emotoree of Accuency	
A, CFO.	06 10 to 8	A. Hels.	į
Q. And what was foe's full hame!	66 10.42 7	Q. And he's indicating, "NY operations	
A. Clauarella.	061048 B	reports that all solicing has been completed at this	
Q. And thiresponse to this email that you	061048 9	time. The NMC is in the process of chinacting all	
wrote oh Mau 21, did Mr. Jehdras resoond by	08-10-52 10	customers to verify that their services have been	
Juhe 3rd, as you directed him to!	04.12±5 11	restored."	
A. ! don't remembey.	a-⊪a-12	(1's a reference to ah outage that	
Q. Well, you'll see up on the too, there	a-⊪,, 13	occurred at certain customer shes!	
was ah e-mail seh! to you oh May 23rd th resoonse	08 51 Se 14	A. IIIs.	
to Your email; correct!	06*1100 15	Q. And then, there's a response or a	
A. Correct.	00 11:05 18	further statement by Shami Martahlah.	į
Q. And there is some response to some of	09:11:06 17	that person also is an emoloyed of	ĺ
your questions in your email; correct!	GS:15-12 1 8	Above Net !	
A. No.	GG:17:17 19	A. He is.	
Q. Me says, "Construction Variances are	##:013 20	Q. And he writes, on Juhe 10th at 8:26:05	
always due to the average of averages assumotions	06:11 to 2 t	o.m., "At this time all customers have been hodfled	
in the model, versus the reality of the situation,	96:11 Z1 22	and confirm their services are restored. 1otal	
whether cositive or hegative. Equioment budgers	06:1126 23	outage (lime: 26 hours, 10 mihules."	
are also created using standard costs or a 80M; so,	96:11 28 24	You theh wrote to Mr. Jehdras oh	
there should be no surphise that those funds may not	96:1134 25	Friday, 1uhe 10th, at 8:35 o.m. th conhection with	
COMOU-TRAN SHORTI AND REPORTING		COMºU-TRAN SHOR1HANO REºORTING	
226		ZZ 8 .	1
William I aPerch	1	William LaPerch	
oe used. Those budgets are heuer pased on a search	26.11.27 2	this email chath; chirect!	
of the thternal (hughtory that oos fries to utilize	ae-1100 3	A. Correct.	
first before soehding. I will attempt to provide	(M11108 4	Q. You wrote to him, "I would like to know	
ekofahatiohs as close to Juhe 3rd as oossible."	M :14: 5	of any customer issues of dissalistaction with our	
You didn't consider that resoonsive to	08 *14A 6	oerformance here. Bill La ^o erch."	
Vour email?	(81) 40 7	So, you were looking to Mr. lehdras	
A, No.	64 YES 8	at that time to address whether or hot there	ţ
Q. Old he, suosebuehi 10 this email,	₹0 ÷1:95 9	were tustomer issues of dissatisfaction; correct!	-
oroulde you with further detail!	₀₈ ≪136 10	A. 我ighi.	Ì
A, och'i know.	as 11 to 1	Q. Oo you recall what hapoehed after you	İ
Q. You don't know whether he did or he	DN 12 04 12	sent this email to Mr. (charas)]
didh"!	De 12:00 13	A. Idomou,	İ
A. That's cotrect.	06 12:06 14	When outages are 26 hours tong	l
MR, WEINSTEIN: Okay, Mark this.	06 12 12 15	during the workweek and includes custoroers like	
(Whereuoon, amail chain Bates stamped	06 12 15 16	are listed in the back, it's a cause of great	-
0000096 - 104 was marked as ⁰laihfiff's	инец 17 17	consert for the CEO.	Ė
Exhibé d7, for id.)	անալոր 1 8	Q. And that was, of course, the reason why	
Q. Mr. La ^o erch, Jask you to look at	os >22: 19	you reached out to Mr. Jehdras)	
what's been marked as Plaintiff's Ekhibil 47. % his	66 12 23 ZO	A, Mm-h#m.	
is an e-mail chain consisting of hine dages, with	50 12:29 21	Q. Okay. 1hahk you.	
the last email dated Friday, June 10th, 2011, from	o€ 1259 22	MR. WEINSTEIN: 48, olease.	
		(Whereupoh, email chain Bales stamped	

P000105 - 108 was thanked as Plain!iff's

COMPU-TRAN SHORTLIAND REPORTING

Exhibit 48, for (d.)

oh the Tirst page of this chain. And there's ah

COMPU-TRAN SHORTI (AND REPORTING

e-mail Irom Mark Wihski.

1 2

06.56:54

04-07-21 13
04-07-21 14
04-07-20 15
04-07-20 16
04-07-20 17
04-07-10 18
05-07-40 19
26-07-40 20
26-07-40 21
26-07-40 22
26-07-47 23
26-08-08 24
04-08-08 25

CS.B2162

08 08:27 11

38 1932 24

! so is is 24

54:13.72 25

	∴ Case 1:11@v-05409-SC PED∷Docu	i ne nt 27	7-2 Filed 02/08/13
	229		231 (1)
	William LaPerch		William LaPerch
04:13:49 2	Q. Mr. Laoerch, 1'd like you to lobk at	36:11 16 2	(Witness oeruses e∞h(bft)
05:13:51 3	what's been marked as Plaintiff's Exhibit 48. This	38,1779	oo you see that there?
<u> </u>	is a tour-page email chath. I'd like to focus you,	pe :720 4	A. 1 do.
8	for the moment, on an email that begins bhithe	08:1 1 (20 5	Q. And he's an emolouse of Abovener;
m:14:96 B	bottom oart bi the first page from Steve Railiff.	00:11:00 8	is that correct!
95.14T1 7	Is Mr. Ratiff an emoloyee of AbbueNet!	35/11/27 · 7	A. Correct.
DE:5C14 8	A. He is.	0E:1727 B	Q. And he makes reference to recairs that
36.14:14 B	Q. And there accears to be a reference	08:1737 9	are needed for certain demaged liber. Oo you see
on:11:19 1 0	to certain customers noted by certain identification	мжжжа 10	that there!
06:14:27. 1	codes there. Do you see that there!	06.17:56 II	A. Yes.
95:14.29 1 2	A, ! do:	68:11:37 1 2	Q. And can you tell from this email chain
24,1422 13	Q. And is this a reference to outages, as	2m:1742 . 13	whether the damaged fibeu had caused outages at
28.14.31 14	well, excenenced by those customers1	20.17.48 14	certain customer sites!
28:14:35 18	A. Yes.	ов. 87жв 15	A. Yes.
01:14:20 16	Q. And you then wrote on Sunday,	66,17:52 16	Q. And there is after Mr. Oatterson
	June 12th, 2011, the same day that you, according,	68.17:58 17	recites the damage, there is a further eroal) from
	received this email from Mr. Ratiff, Ib	01:54 04 1 B	Justin Baltimore. Ob you see that there!
The second of	Mr. (endras)	\$8.19 Da 19	A. Right.
_{06:1} Cla 20	correct!	ae 1870 20	Q. Me also is an emolt yee of AboueNet!
01:1435 21	A. Ves.	(4.50:3) 21	A. He is.
04:14:53 22	Q. And you asked the question: "Is this	06:89.1 22	Q. And is he th operations ur somewhere
	work on our long hauf hi metro hetwork! Is there	00:16:14 23	else)
	a main: " is that a relevence to maintenance or	(a):13.14 24	A. Network management center.
15:3Co4 25	something eise!	58.1±16 25	Q. Network mahagement certier.
	COMPUTRAN SHORTHAND REPORTING		COMPU-TRAN SHOR1HANO REPORTING
			2 32
	William LaPerch	1	William I a Perch
36:15:54 2	A. Wes. During the weekend, there are	₀₄ :59:58 2	And he whites, "Oblicat operations has
06:15:04 2	A. During the weekend, there are planned times for doing work on the network. So,	0679916 Z 0538116 Z	And he whites, "Optical operations has adulted that the third-party fiber yeador have
oe:16:03 3 oe:16:03 4	planned limes for doing work on the network. So,	æ38:10 3	adused that the third-party fiber yendbr have
00:15.00 3 00:15:00 4 00:15:00 8	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time,	051619 3	adused that the third-oarty fiber yendbr have Jechnicians at Hudson Street and Ninth Avenue,
00:15:00 3 00:15:00 4 00:15:00 8 00:11:00 6	planned (imes for doing work on the network. So, since this was a weekend, if it was a clanned time, I would react differently than if it was an	081809 4 081809 5	adused that the third-oarty fiber yendbr have technicians at Hudson Street and Ninth Avenue, New York. The fiber yendor are currently checking
00:15.00 3 00:15:00 4 00:15:00 8	planned (imes for doing work on the network. So, since this was a weekend, if it was a clanned time, twould react differential than if it was an unclanned outage.	081839 4 081839 5 081839 5	adused that the third-oarty fiber yendbr have technicians at Hudson Street and Ninth Auehue, New ^y ork. The fiber yendor are currently checking to see it there are soate fibers to route aroune the
00::8:00 3 00:16:00 4 00:15:00 8 00::11:00 6 00::5:05 7 00::5:05 8	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" maintenance, I	051819 3 051839 4 051839 5 061828 6 061828 7	adused that the third-oarty fiber yendbr have sechnicians at Hudson Street and Ninth Auehue, New York. The fiber yendor are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is
06:15:09 3 06:15:03 4 06:15:03 8 06:15:06 5 06:15:06 7 06:15:07 8 06:15:07 9	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" main!ehahce, ! guess that's abbreviated, as you just said. "!c	081819 4 081839 4 081839 5 681838 8 081838 7 081838 8	adused that the third-oarty fiber yendbr have fethbridans at Mudson Street and Ninth Auchue, New York. The fiber yendor are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still uhknown at this time. More updates will
00::8:00 3 00:16:00 4 00:15:00 8 00::11:00 6 00::5:05 7 00::5:05 8	planned limes for doing work on the network. So, since this was a wackend, it it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mainlehance, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the	08:18:19 4 08:18:24 5 08:18:24 5 08:18:24 6 08:18:24 6 08:18:24 6	adused that the third-oarty fiber yendbr have technicians at Hudson Street and Ninth Auchue, New York. The fiber yendor are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will follow as soon as they are made available."
06:18:09 3 06:18:02 4 06:18:00 8 06:18:00 6 06:19:16 7 06:19:17 8 06:19:27 9 0	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" main!ehahce, I guess that's abbreviated, as you just said. "Ic there a main!enahce that is going on oast the scheduled time! There are many important customers	051819 4 061839 4 061839 5 061828 8 061828 7 061828 8 061828 9 061828 10	adused that the third-oarty fiber yeards have sechnicians at Hudson Street and Ninth Auehue, New York. The fiber yeards are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still uhknown at this time. More updates will follow as soon as they are made available." [In response to this email of June 17th,
06:15:09 3 06:15:05 4 06:15:10 6 06:15:16 7 06:15:17 8 06:15:17 9 06:16:27 10 26:10:14 11 06:15:20 12	planned limes for doing work on the network. So, since this was a wackend, it is was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mainlehance, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, th particular."	051818 3 051819 4 051829 5 061428 8 061433 7 061403 8 061820 9 061830 10	adused that the third-oarty fiber yeador have technicians at Hudson Street and Ninth Auehue, New York. The fiber yeador are currently checking to see it there are soate fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then,
06:15:06 3 06:15:05 4 06:15:05 6 06:15:06 7 06:16:07 8 06:16:07 9 06:16:07 10 06:15:00 12 06:15:00 12	planned limes for doing work on the network. So, since this was a wackend, it it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" maintenance, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resoonse was	083800 3 081800 4 081800 5 081800 6 081800 9 081800 9 081800 10 081800 11 081800 12	adused that the third-oartu fiber uehdbr have sechhiclans at Hudson Street and Ninth Auehue, New York. The fiber uendor are currently checking to see it there are soate fibers to route around the damaged section. The estimated time to restore is still uhknown at this time. More updates will follow as soon as they are made auaitable." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third-
06:15.00 3 06:15.00 4 06:15.00 6 06:15.06 7 06:15.07 8 06:15.07 9 06:16.07 10 06:15.00 12 06:15.00 12 06:15.01 13 06:15.01 13	planned limes for doing work on the network. So, since this was a wackend, it it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mathlehahce, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonness was to your inquiry on Sunday, Juhe 12th, to	051818 3 061819 4 061819 5 661428 8 061828 8 061828 9 061828 9 061838 10 061838 11 261838 12	adused that the third-oartu fiber uehdbr have fethhiclans at Hudson Street and Ninth Auehue, New York. The fiber uendor are currently checking to see it there are soate fibers to route around the damaged section. The estimated time to restore is still uhknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of Juhe 17th, 2011, at 1:15 in the morning, it accessrs you, then, wrote to Mr. Jendras; correct! A. I did.
06:15:05 4 06:15:05 8 06:15:05 6 06:15:06 7 06:16:047 8 06:16:07 9 06:16:07 9 06:16:07 10 06:15:00 12 06:15:00 12	planned limes for doing work on the network. So, since this was a wackend, it it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mathlehance, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonnse was to your inquiry on Sunday, Juhe 12th, to Mr. tendras!	051818 3 061819 4 061829 5 061828 8 061828 8 061828 8 061828 9 061828 10 061838 11 061838 12 061838 13	adused that the third-oartu fiber uehdbr have sechhiclans at Hudson Street and Ninth Auehue, New York. The fiber uendor are currently checking to see it there are soate fibers to route around the damaged section. The estimated time to restore is still uhknown at this time. More updates will follow as soon as they are made auaitable." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third-
06:15:06 3 06:15:05 4 06:15:05 6 06:15:06 7 06:16:07 9 06:16:07 9 06:16:07 10 06:15:06 12 06:15:06 12 06:15:06 14 06:15:06 15 06:15:06 15	planned limes for doing work on the network. So, since this was a weekend, it it was a clanned time, twould react differently than if it was an unclanned outage. Q. "Is there a maint" mathtehance, the guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonse was to your inquiry on Sunday, Juhe 12th, to Mr. tendras! A. Nope. No.	083810 3 081829 4 081829 5 081828 8 081828 8 081828 9 081828 10 081838 11 081838 12 081838 13 081838 13	adused that the third-oarty fiber yeards have sechhicians at Hudson Street and Ninth Auehue, New York. The fiber yeards are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third-oarty vendor!" Correct! A. 2 did. Q. And why were you reaching out to
06:15:06 3 06:15:05 4 06:15:05 6 06:15:05 7 06:15:07 8 06:15:07 9 06:16:07 10 06:15:00 12 06:15:00 12 06:15:00 12 06:15:00 14 06:15:00 15 06:15:00 15	planned limes for doing work on the network. So, since this was a wackend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mathlehahce, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonnse was to your inquiry on Sunday, Juhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as	051819 3 061819 4 061829 5 061828 8 061828 8 061828 9 061828 10 061883 11 261883 12 061838 13 061838 14 061838 15	adused that the third-oarty fiber yeards have technicians at Mudson Street and Ninth Auehue, New York. The fiber yeards are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of Juhe 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third-oarty vendor!" Correct! A. 2 did. Q. And why were you reaching out to Mr. Jendras in connection with this issue!
06:18:09 3 06:16:08 4 06:16:08 6 06:16:08 7 06:16:08 7 06:16:08 7 06:16:08 7 06:16:08 14 06:16:08 14 06:16:08 15 06:18:08 16 06:18:08 17 06:18:08 18	planned limes for doing work on the network. So, since this was a waskend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mathlehahce, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonnee was to your inquiry on Sunday, Juhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as Otalittiff's Exhibit 49.	081819 4 081829 4 081829 5 661828 8 081828 8 081828 9 081828 10 081828 11 081828 12 081828 13 081828 14 081828 15 081828 15	adused that the third-oarty fiber yeards have sechhicians at Hudson Street and Ninth Auehue, New York. The fiber yeards are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third-oarty vendor!" Correct! A. 2 did. Q. And why were you reaching out to
06:18:06 3 06:18:08 4 06:18:08 6 06:18:08 6 06:18:08 7 06:18:08 10 06:18:08 10 06:18:08 10 06:18:08 10 06:18:08 10 06:18:08 10 06:18:08 11 06:18:08 11 06:18:08 11 06:18:08 11	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, twould react differently than if it was an unclanned outage. Q. "Is there a maint" mathtehance, the guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resconse was to your inquiry on Sunday, Juhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as Otalittiff's Exhibit 49. (Whereupon, three-cage email chain Bates	051819 4 051829 4 051829 5 061828 8 061828 9 061828 9 061828 10 061883 11 201883 12 061883 14 20183 15 061883 15 061883 15	adused that the third-oarty fiber yeards have technicians at Mudson Street and Ninth Auehue, New York. The fiber yeards are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of Juhe 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third-oarty vendor!" Correct! A. 2 did. Q. And why were you reaching out to Mr. Jendras in connection with this issue!
06:50:06 3 06:50:06 4 06:50:06 7 06:50:17 8 06:50:17 9 06:50:17 10 06:50:11 13 06:50:11 13 06:50:11 14 06:15:06 15 06:16:06 15 06:16:06 17 06:16:26 18 06:16:26 18 06:16:26 18	planned limes for doing work on the network. So, since this was a waskend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" mathlehahos, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonnse was to your inquiry on Sunday, Juhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as Otalittiff's Exhibit 49. (Whereupon, three-cage email chain Bates stamped P000109 - 111 was marked as Plaintiff's	083800 3 000809 4 081809 5 001403 7 001403 8 001800 9 001800 10 001800 12 001800 13 001800 13 001800 15 001800 15 001800 15 001800 15	adused that the third-oarty fiber yeards have sechnicians at Hudson Street and Ninth Auehue, New York. The fiber yeardor are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will sollow as soon as they are made available." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third- carty vendor!" Correct! A. 2 did. Q. And why were you reaching out to Mr. sendras in connection with this issue! A. Because he is responsible for the
06:18:09 3 06:16:08 4 06:16:08 6 06:16:08 7 06:16:07 8 06:16:07 9 06:16:07 10 06:16:07 10 06:16:07 12 06:16:07 15 06:16:08 16 06:16:08 16 06:16:08 16 06:16:08 18 06:16:08 20 06:16:08 21	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, twould react differently than if it was an unclanned outage. Q. "Is there a maint" mathtehance, the guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonse was to your inquiry on Sunday, fuhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as Oralitiff's Exhibit 49. (Whereupon, three-oage email chain Bales stamped P000109 - 111 was marked as Plaintiff's Exhibit 49, for id.) Q. This is an amail chain that's been	051819 3 061819 4 061829 5 061828 8 061828 8 061828 9 061828 10 061828 11 061838 12 061838 13 061838 14 061838 15 061838 14 061838 15 061838 15 061838 15 061838 16 061838	adused that the third-oarty fiber yeards have sechnicians at Hudson Street and Ninth Auehue, New York. The fiber yeardor are currently checking to see it there are soate fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will sollow as soon as they are made aualiable." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third- oarty vendor!" Correct! A. 2 did. Q. And why were you reaching out to Mr. sendras in connection with this issue! A. Because he is responsible for the people that ere in the network management cantar
06:18:00 3 06:18:00 4 06:18:00 6 06:18:00 7 06:18:00 12 06:18:00 12 06:18:00 13 06:18:00 14 06:18:00 15 06:18:00 15 06:18:00 16 06:18:00 16 06:18:00 16 06:18:00 17 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18 06:18:00 18	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, I would react differently than if it was an unclanned outage. Q. "Is there a main!" maintenance, I guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonnse was to your inquiry on Sunday, Juhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as oraintiff's Exhibit 49. (Whereupon, three-page email chain Bates stamped PODD 109 - 111 was marked as Plaintiff's Exhibit 49, for id.) Q. This is an amail chain that's been tracked as Plaintiff's Exhibit 49, It censists of	0838116 3 0818174 4 0818174 5 0818174 8 0818174 8 0818174 10 0818174 11 0818174 12 0818174 12 0818174 13 0818174 14 0818174 15 0818174 15 0818174 17 0818174 17	adused that the third-oarty fiber yeards have technicians at Hudson Street and Ninth Auehue, New York. The fiber yeards are currently checking to see it there are some fibers to route around the damaged section. The estimated time to restore is still uhknown at this time. More updates will follow as soon as they are made available." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third- oarty vendor!" Correct! A. 2 did. Q. And why were you reaching out to Mr. jendras in connection with this issue! A. Because he is responsible for the people that ere in the network management canter and in the field that would be on site, and he would
06:18:00 3 06:16:02 4 06:15:00 6 06:15:06 7 06:15:07 8 06:15:07 9 06:16:07 10 06:15:00 12 06:16:07 13 06:15:00 15 06:16:00 15	planned limes for doing work on the network. So, since this was a weekend, if it was a clanned time, twould react differently than if it was an unclanned outage. Q. "Is there a maint" mathtehance, the guess that's abbreviated, as you just said. "Ic there a maintenance that is going on oast the scheduled time! There are many important customers on this route. Facebook, the oarticular." Do you recall what the resonse was to your inquiry on Sunday, fuhe 12th, to Mr. tendras! A. Nope. No. MR. WEINSTEIN: Mark this, blease, as Oralitiff's Exhibit 49. (Whereupon, three-oage email chain Bales stamped P000109 - 111 was marked as Plaintiff's Exhibit 49, for id.) Q. This is an amail chain that's been	053616 3 061619 4 061619 5 061428 8 061428 8 061428 9 061619 9 061619 10 061619 11 061619 12 061619 13 061619 14 061619 15 061619 16 061619	adused that the third-oarty fiber yearder have sechnicians at Hudson Street and Ninth Auehue, New York. The fiber yearder are currently checking to see it there are soate fibers to route around the damaged section. The estimated time to restore is still unknown at this time. More updates will sollow as soon as they are made available." In resoonse to this email of tune 17th, 2011, at 1:15 in the morning, it access you, then, wrote to Mr. Jendras; correct! A. I did. Q. And you asked him, "Who is the third- carty vendor!" Correct! A. 2 did. Q. And why were you reaching out to Mr. sendras in connection with this issue! A. Because he is responsible for the people that ere in the network management canter and in the field that would be on site, and he would know who the third-party vendot was.

He did.

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69:92: 25

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caurus 25 Pautierson, (Handling)

Odj : jf2712 09:31:06 AM

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237		K.39	.
William taPerch	1	William t aPerch	
A. He june field oderations.	DB 35.25 2	 q. I see. That's the sentence, "We would 	
Q. And he writes to Mr. fendras on	56 36 27 3	agree that Ooug would have accelerated vesting of	
May 3rd, "Thanks, Doug. Much odo about nothing."	56 38 3C d	all stock units held by him, including those under	
Old you agree with Mr. Yoyng'u	aa 3833 5	the disputed agreement granted lanyary Y5th, in the	
assessmeliti	52° 345:37 8	event of a company change of tontrol or termination	Ì
MR. PErkE5: Objection to the form.	08 56 38 T	of his employment without cause prior to	
A. 1 don't know what he's talking about.	98:36 4Z 9	December 3t, 20t1."	
Q. Okay. So, you don't have an opinion	06:38.44 9	That's the part that you don't recall	
one way or the other?	26:36:46 10	halling any understanding of?	
A. No.	56:36 49 11	 A. 1 don't understand what that means. 	
THE WITNESS: 7 me for a two-minute	06.58/S1 12	1 need more clarity on what that means.	
Oreak. ^u	06:38:54 13	 Well,) can't speak for Mr. Sokola, 	[
MR. WEINSTEIN: Apsolutely.	06.38 So 14	out what I want to ask you, based on my	
(Recess he/d /rom 4:23 to 4:3d p.m.)	06:36.5a 15	understanding of this email, is whether in	
Q. Mr. LaPerch, I want to show you a	05 37 05 18	looking at this, wrighter, number one, as set forth	
document that was marked at a prior deposition	08 27:04 17	in the /rst sentente, Mr. Sokota discussed with you	
A. Okaγ.	06 37 12 18	a Gackage for Mr. Jendras that would be based on the	
Q as Plaintiff's Exhibit 40, and I'll	08 17/29 19	same terms reported by the combany on its Ak dated	
give you a moment to look at that, please.	06 at 04 20	May 3, 2011, from Mr. facquay.	
Handing)	ue.a7g7 21	A. 1 am lamfiler with thet, yes.	
(Witness peruses exhibit)	08.37 79 22	Q. And were you also when you say	
A. Okay.	9a 3∂ 3⊁ 23	you're lamillar with that, you're referring to	į
Q. Old you see this email before	on 3/32 24	what's set forth as the deal that Mr. Jacquay struck	
۹r. Sokota sent it an Monday, June 6th, 201 الا	\$≥37.98 25	with the company that's disclosed in the AK dated	
COMPU-TRAN SHORTHAND REPORTING		COMPU-TRAN SHORTHANO REPORTING	
239		240	~~
William LaPerch	1	William LaPerch	
A. No.	D6:07:55 2	May 3, 2011 ¹	
Q. Did he discuss the content of this	06 37-63 3	A. Yes.	
email with you before it was sent, to the best of	usarus d	Q. Were you also aware that Mr. Sokota was	
our knowledge!	m-37-43 5	proposing that the terms of a voluntary separation	
A. We had ongoing discussions agout the	±2:3748 8	should be the same general deal that had been struck	1
nature o i setti em e nt w e would offer Mr. lendras.	56 37 50 7	with Mr. lacquay ^u	
Q. And the terms that arc set forth in	s≱s/57 9	A. Yea, same general deel.	
his email, were they terms that he had	56/3/53 9	Q. And so, did yoy unperstand, filen, that	
vithdrawn.	06:37 Se 10	when Mr. Sokota wrote this, he was, among other	ļ
Yhe terms that are set lenh in	ng-saros 11	things, droposing that Mr. Jendras would keep his	
nis email, were they terms that Mr. Sokota had	UE 40:04 12	current position and would work from his home until	
lecussed with you ^u	0e 30.24 13	luly 15th! Old you understand that!	
A. Roo and 1 had an open dialog about	06.08 to 14	A. 1 understand it 1 rom reading this	

this, this whole aettlement process. I'm not 1emilier or don't understand the context of this sentence, where it says, "We would agree that Poug would have accelerated vesting in all stock units held by him, including those under the disputed agreement pranted 1anuary 25th."

And you're referencing a sentence that is towards the end of this paragraph?

A. Just in the middle. Right in the middle.

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as∋⊪-- 15. document. 26 38 to 1**5** Okay. So, Mr. Sokota didn't share that

கு ஷா 17 detail with you; is that correct." 66 28-1p 18 Well, we had ongoing discussions that

04.1825 1**9** Doug and foc would get the same deal, which means ‰×24 2**0** they'll both stop working, roughly, in July. 1 % 3428 **21** think loc's last day may have been July 1st or 56 Lt 35 22 something. I'm not sure.

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Now, redirecting your ottention to the œ36.31 23 os \$≠37 **2d** sentence that you were saying you didn't understand. om 10 30 25 There's a sentence that follows that one that says,

∞29/15 1d արի 15 այ_{թթ}լե 18 26:33:47 17 seu se 19

∞++∞ 2**0** ოა⊫დ 21 ಜ್⊶ಪ 22 05 00:2: 23 DE 35(\$) 24 06·33·23 **25**

о₄њез 16

06:38:05 **1**7

∞ans 19

Septe 22 24

жжээ **25**

1 William LaPerch 1 William LaPerch 1 William LaPerch 2 **n connection with his separation from the company, 2 **no connection with his separation from the company, 3 white is 0.4 Near the context of the context	### William LePerch #### Connection with his separation from the company, #### 2 *** nonnection with his separation from the company, ##### 3 *** no 0 ** eccember 31, 2011, Doug would briefs that y #### 3 *** no 0 *** eccember 31, 2011, Doug would briefs that y #### 3 *** with you. I don't agree with you. #### 4 *** A. Yes. #### 5 ** A. Yes. #### 6 ** A. Yes. #### 6 ** A. Yes. #### 10 *** What did that mean, sir! #### 10 *** A. It mean that the attock units that #### 10 *** A. It mean that the attock units that #### 10 *** C. What did that mean, sir! #### 10 *** A. It mean that the attock units that #### 10 *** C. A. All than that the attock units that #### 10 *** C. A. All than that the stock units that #### 10 *** C. A. All than that the stock units that #### 10 *** C. A. All than the shape were the stock units that #### 10 *** C. A. And this agreement that was being #### 10 *** C. A. And this agreement that was being #### 10 *** Contembiated wountary separation by Mr. Perday. #### 10 *** A. Correct. #### 10 *** A. Yes. #### 10 *** A. Yes. #### 10 *** A. Correct. #### 10 *** A. Correct. #### 10 *** A. Correct. #### 11 *** White the thick with the was a wind to a sycluntary separation by Mr. Perday. #### 11 *** Correct. #### 10 *** A. Yes. #### 11 *** Well that there was a wind to a sycluntary separation by Mr. Perday. #### 10 *** A. Yes. #### 10 *** A. Yes. #### 11 *** A. Correct. #### 11 *** White the thick with the was a wind to a sycluntary separation by Mr. Perday. #### 10 *** A. Yes.	1,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		110.110.1	27-2 1 nca 92/00/13 1*aga 02 01 33**
swith 2 Ph connection with his separation from the company, which is separation from the company, which is separation from the company, and of secondary 3, 2011, Dougly would forth any and 3 with you. 1 don't agree with you. 1 don't agree with you with you inderstand what that meant? A Yes. Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 7 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What did that mean, sir! Share 8 Q. What do that mean, sir! Share 8 Q. What do 2013 would be driftered 9 Q. And the agreement that share 9 Q. And the agreement that was being share 13 Q. And to the actent that there was a share 12 Q. And the actent that there was a share 12 piace on Oceanber 31, 2011, and to the actent that was 15 CMBPU-TRAN SHORTHAND REPORTING PARTIES 1 Q. Share 9 Q. Share 9 Stock Award Agreement, and the share 9 Stock ward Agreement 1 Question. Share 9 Stock Award Agreement that had ocen executed by was 1 Q. And that we will be an any 25th, 2011, stock award to CMBPU-TRAN SHORTHAND REPORTING PARTIES 1 Charles 1 Q. And that was 1 Share 9 Stock Award Agreement which Mr. I endras 1 might leave 1 the company. Share 9 Stock Award Agreement that had ocen executed by was 1 Q. And that the advent which Mr. I endras 1 might leave 1 the company. Share 9 Stock Award Agreement that had ocen executed by was 1 Q. And that the advent which Mr. I endras 1 might leave 1 the company. Share 9 Stock Award Agreement that had ocen executed by was 1 Q. And that the advent which Mr. I endras 1 might leave 1 the company. Share 9 Stock Award Agreemen	### 2 Pt connection with his separation from the company, while 2 MR. WERNSTEIN: 3 don't want to argue. ### 3 do 0 eccomber 37, 2011, Dougl would forfer toty. ### 3 do 0 eccomber 37, 2011, Dougl would forfer toty. ### 3 double 2		는 10년 - 10년 2일 - 10년 1월 12일 - 10년 1월 12일 - 10년 1월 12일 12일 12일 12일 12일 12일 12일 12일 12일 12일		4. \$1. \$2. \$2. \$2. \$2. \$2. \$2. \$2. \$2. \$2. \$2
whise 3 ob Decomber 31, 2011, Dougle would forfer tony amusted stock units theid by thirl as of that date." 5 Old you understand what that meann? 6 A. Yes. 6 A. Yes. 6 A. Yes. 6 MR, WEINSTEIN: I don't want to greboth away 7 this record. I don't think you're misriading from 5 the witness, that's a protein unit to greboth away 8 A. It means that the shock units that 6 A. Old you and a 2013 would be forferted. 6 MR, WEINSTEIN: I don't want to debate 7 this record. I don't think you're right 80 8 A. It means that the shock units that 8 A. Old you be seen that you had be forferted. 8 A. It means that the shock units that 8 A. It means that the shock units that 8 A. Old You be seen that you had be a seen that something is 8 A. A. It means that the shock units that 8 A. Old And the same that was being 8 A. A. Correct. 8 A. And this agreement that was being 8 A. And this agreement that was being 8 A. And this agreement that was being 8 A. Yes. 8 A. And the agreement that was being 8 A. And the agreement that was being 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 9 What would be a yournary separation by Mr. Jendras; 1 William LaPerch 1 William LaPerch 1 William LaPerch 9 White record in the form. 1 William LaPerch 1 William LaPerch 1 William LaPerch 1 William LaPerch 1 William LaPerch 9 Who Skoto and declosed in the 10-k; correct! 1 William LaPerch 1 In terms of the Jenuary 25th, 2011, and the waste of the Jenuary 25th, 2011, and the waste of the Jenuary 25th, 2011, and the waste of the Jenuary 25th, 2011, and the waste of the Jenuary 25th, 2011, and the waste of the Jenuary 25th, 2011, and the was	saus 3 ob Decomber 31, 2011, Dougl would forfeit tary disputed stock units their only third as of that date." 5 disputed stock units their only third as of that date." 6 A. Yes. 6 A. Yes. 7 disputed stock units that mean? 8 A. It means that the stock units that 8 A. It means that such that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the stock units that 8 A. It means that the sto	1	大大学 化二氯化甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基甲基		1 William t aPerch
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Mr. Jendras was adulsed that he was terminated!

William t a Perch

Yhe -- as some of the documents we read today, you know, there was ongoing concern 1rom Rajiu about Doug's willingness to fit in and to be a productive part of Rajiu's new organization. When you review that documentation, 1 think Rajiu lays out, pretty lairfy, his views on the audject and things he would try and things he would expect. And so, it was -- you know, it was an ongoing discussion until it got to the point where Rajiu said, this isn't working. St'p my decision that -you know, that Coug is not performing his duties ap required. He's not showing up for work. And

> a. When did he commutticate that to you!

1 don't know.

1'd like to terminate him.

Oo you know whether it was, far example, in March of 2011.

> Α, It wasn't in March.

Was it in April of 2011? Q.

Not sure. No, it wasn't in April, elther.

> Was It in May of 2011! Q.

Α. 1t could'ue oeen May; it could'ue oeen COMPU-TRAN SHORTHAND REPORTING

William t aPerch

255

So, your dest recollection is sometime 2 after -- I'll show you what had been marked as ₫ Enhibit 49 -- after June 17th; is that correct!

> Δ. 1 don't know.

That would have been after the last date that I have in this chain of emails, where you mape indulty with Mr. lendras regarding certain outages; correctly

> Α. Yhat is the last date, yes.

05.57:49 11 Q. You don't know whether the decision was made before tune 17th or nut; is that correct! 06:57 51 12

> Α. 1 don't.

Q. Would you have continued to reach out 06 57 😖 14 to Mr. Jendras on operations issues after Mr. Oatta nestres 15 told you that it was his intent to terminate him! ов.за оз. 16

The nature of all those questions and ce sa ce 17 86-4a 15 18 emails that we reliewed are very case-specific. 19 دربوه They require, you know, a couple of tines of response, with the axception of the pole attachment ou sa 1€ 2Û

issue. Yhey're just sort of ordinary emails 1 would ansa-na 2.1 40-54-31 22 send out to make sure that the customers are okay

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the network's working. 50, 1 sen1 it to the title, ownerly 2d G854-2K 25 not the person.

COMPU-TRAN SHORTHAND REPORTING

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William LaPerch

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В

Q. So, it was before you sent the emails to Mr. Tendras, indulning about Parloys uutages!!

1 don't recall all the dates on those outages.

Q. Do you want to look at them again! Would that help you!

> MR. PEIKES: My notes show between May 19th and 1une 17th, are the emails that you looked at.

MR. WEINSTEIN: I pelieve that's pight.

Α. 0 kay. 50...7

Had the decision by Mr. Oatta been inade to terminate Mr. 1endras befere you made any of those inquiries with Mr. Jendras, mentorializing these emails I had marked and asked you obout!

> YHE WITNESS: Could you read back the question.

(Question read)

t can't be exactly sure of the date, out it is my best recollection that at that point that decision probably had not been made. We were -- Yhere was still ongoing efforts to see it things could be worked out.

COMPU-TRAN SHORTMAND REPORTING

Will/am LaPerch

a. You say you sent it to the title. You CE-54-28 pld address it to Mr. 1endras; did you not! 3 68 첫째

> Α, Right.

5 And with regarp to Mr. Datta's communication to you regarding his decision, did he 06 54:37 glue you a specifit reason why he had concluded that GR:SI:CI 9 he wished to terminate Mr. Jendras! an-sa-ta

Α. Yea. Because Mr. lendres wasn't S tar≥ 10 adhering to the agreement they had for showing up 40:50:57 11 for work on days 1 ha1 Mr. Patta was in the office.

38 Sers/ 12 And so, I gather from your test/mony your understanding was, the basis for the or 59⋅03 13 _{05:78}⇔ 1d termination was that he was ujoiating the telecunimuting agreement; is that carrect! 06:09:09 **15**

≫ 9a 1a 16 He was utolating the agreement that he 05 50:15 17 had with his supervisor on being in White Plains and ae su 14 18 showing up for work.

Anp do you know, in connection with yese⊪, 19 æ ≲∌ ≀⊤ **20** that conclusion that Mr. Dalta reached, whether he 56 50 70 **21** had ever indicated to Mr. Jendras at ony point 56 30 No 22 before he terminated him, that in his view, there Mas noncompliance with the terms of the on sa ≱a 23 oe 55 32 **2**₫ telecornmuting agreement!

> Mr. Oatta, in discussions, indicated COMPU-TRAN SHORTHAND REPORTING

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07:02:35

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William t aPerch

that there wap written correspondence that outlined what the agreement would be, and he had spoken to him once by phone to acknowledge that he wasn't in compliance with this.

Q. He totd you that there was a particular phone conversation that took place after the telecommuting agreement had been reached, in which he adulsed Mr. 1enpras that he was not in compliance; is that correct?

A. He told me that there was a particular time where he notified Mr. lendras that he was not in compliance. I'm not 100 percent sure if it was telephonically, email, or how it was done.

Q. Old he tell you when he gaud that neti/loation?

A. No.

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06:59:37

06:52 ab

36:54 RO

48-64-65

ar 40.00 **10**

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2/ CZ 14 **25**

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Q. And you're not sure in what lashion he gave that communication?

A. 1'm not

Q. Old you ever advise Mr. lendras that it was your yiew he was not in compliance with the telecommuting ogreement?

A. 1 didn't have a telecommuting agreement with him.

COMPU-TRAN SHORTHANO REPORTING

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William taPerch

Q. I'm not asking whether you had a telecommuting agreement. I'm asking whether you ever advised Mr. lendlas, in sum and substance, that he was in violation of the telecommuting agreement, regardless of who you believed it was with.

A, No.

Q. And was Mr. lendras ever informed, to your knowledge, that he ran the risk of being terminated unless he adhered to what Mr. Datta believed were the terms of the telecommuting agreement!

A. 1 don't know.

Q. Do you know it Mi. Datta, in this chone confuersation or witatever form of communication it took, indicated to Mr. lendras that, not only did he betieve Mr. lendras was not in combilance; but that if he did not combly in the luture, that he would be terminated!

A. £ don't know.

Q. When Mr. Dalta informed you that he had made this decision to terminate Mr. Tenoros, did you make any attempt to speak to Mr. Jeridras!

A. No.

Q. I'm geltig to show you a decument that ∪OMPU-TRAN SHORTMAND REPORTING William t aPerch

2 was marked at a prior deposition as Plentiff's

Exhibit 41. (Handing)

Have you seen that letter before today!

(Witness peruses exbloit)

A. Can't recall.

OF 02:10 7 Q. Old Mr. Oatta indicate to you, in
OF 02:10 6 connection with the decision that Mas made to
OF 02:10 9 terminate Mr. lendras, that he was going to be
OF 02:10 10 or opening a letter relating to that decision!

A. 1 was fold that a letter would ge delivered to him, yes.

সাজ্জ 13 Q. And were you informed of that before সাজ্জ 1d Mr. Oatta odvised Mr. fendras that he was being সাজ্জ 15 terminated?

A. Yep.

one 17 Q. And did you see the letter in oraft before it was finally eo.

A. No.

Q. And in connection with these discussions that took glace with Mr. Oatta regarding the termination, was there ever any time where, as part of that discussion, you or Mr. Oatta mentioned the impact that it would have on Mr. 1endros' traim for univested shares that were identified in the

COMPU-TRAN SHORTHAND REPORTING

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William t aPerch

1anuary 25th, 2011, Stock Award Agreement?

YHE WITNESS: Can you read that eack.

(Question read)

A. We knew that M he was terminated with cause, that he would not get those options in the 1 uture.

Q. And did that enter into the decision
that was made to notify Mr. tendras that it was the
was 10 liew of the company that he was terminated
made 11 immediately, effectively, for cause?

A. 1 don't understand the question.

Q. I'll rephrase it.

That discussion that took place regarding the impact of the termination that Mr. Datta indicated he had decided was appropriate, you've indicated that there was also a piscussion regarding the impact that would have on My. Pelidras' cloim or entitlement to the stock that was to be awarded to him under the terms of the fanuary 25th, 2011, Stock Award Agreement; correct!

gr∞ w 23 A. Correct,

ಾಡಣ 24 Q. And was it relevant to the decision ಪತ್ರಿ 25 that was mode to terminate him, the notion that COMPU-TRAN SHORTHANO REPORTING

5 of 94 sheets

	Case 1:11-cv 05409-SC-PED Docu	ment 27	-2 Filed 02/08/13 Page 67 of 95
	3 Wilcom taPerch		263
97 05 47			1 Wittiam LaPerch
07:05:14	\$ termination for eause, that it would, in fact, or	67:07: La	The Trends Line Chay.
07 25-04	d : a Gasis to deprive Mr. lendras of any unlested stock	07 67 43	3 Q. Can you answer that?
4	5 as of the time of reminayanu	37.p2;44	A. 2 don't understend it. Sorry.
97:50:24	8 MR. PEIKES: 0 Diecson to the form.	02.51/46	Q. I'll rephrase it.
07:08:27	A. We knew that was a consequence of his	97 97.51 . \$	Con 100 min Sacrat, Dates 5
27:01:31 · (B 1ermination. Yim stock program was designed to	07:27:33	accept the some added to you, because it
07.00:36		070755 8	a bra-ing the combant with an argument that
07:08:56 TC		n:xa:xx 9	warm or crame our beginning and circle living and
orasas 11		07:08:05 10 67:08:01 11	Say to any apparent strates of Stock Set William
этвы 12		07:08:01 11	The many taken to I I Stock Award Adiesul Sufa
07:35:48 13		07.0605 13	supplement to hit lender Stock
ar.us 1.14		07 06:24 14	and a consequence of
61:05:E2 15	with the idea that we would saus stock or set stock	07.00.26 15	The minimum is an initial with the chond ut of
oroe⊯ 16		1	and the state of t
97:05.86 1 7		≥2 02-31 1B	
07:26:05 18	terminated for that reason.	87 ns. ar 16	would'us had a productive employee, who was et work
17:06:57 . 19	Q. In your conversations with Mr. Delta	07.50.42 19	1 and and a ma base and an iting those 249 Les.
ε7:06μ 2 0	rctating to this termination, did you at any time	20 m et 20	Q: But you pld discuss this orior to the
ores:p. 21	encourage him to come to this conclusion!	отмен 21	datision being made to terminate him; is that correct?
17:06 to 22	A. We had full discussions about what wap	07.05.47 22	
67.26.23 23		P/:56:45 23	the stock,
07:0826 24	As you may know, 1've known Mr. Yendras	01 DE SO 24	MR. WEINSTEIN: Okay, lust glue
119091 25	for quite a long time. We've considered ourselves	67:54:59 25	me a moment. I'm going to have a brief chât with my cilent.
	COMPU-TRAN SHORTHANO REPORTING		· · · · · · · · · · · · · · · · · · ·
	282		COMPU-TRAN SHORTHAND REPORTING
1.	William taPerch	1	264 William LaPerch
отака 2	1rlendp1or quite a long time.	pr:54:56 2	(Recess held from 5:05 to 5:d9 p.m.)
07.68:52 3	When 2 gave Rajiu the COO role, 1 paule	b7 52-57 3	CONTINUED EXAMINATION BY MR. WEINSTEIN:
PF.0638 4	him the authority to build an organization that	pictoss d	Q. Mr. LaPerch, have you had any
<i>п</i> и≆ 7 6	would work yery well and be successful; and	e) rz:59 6	conversations with employees of AcoueNet regarding
y:e≰:x2 6	consequently,	≈/1x0x 8	the circumstances el Mr. lendras' termination?
07:36.62 Y	1 had to give nim the authority to make decipions	_{07 =3.57} 7	A. Yes.
P. 20. C	like that.	97.13:06 8	Q. Have you indicated to one or more
7:36:46 9	Q. And did you ulew the decision, as	07 (0:10	Individuals that Mr. Jendras quit!
105.03 10	Mr. Datta shared it with you, to have a lavorable	27 12 12 tQ	A. No.
7.06:02 11	impact because of the position that you ich the	07:00:16 11	MR. WEINSTEIN: Thank you. I have no
726.96 12	company could take with regard to the unuested	97,73 te 12	further questions.
705an 13	stock set forth and identified in Mr. rendras's	07:13:17 13	MR. PEIKES: DAay, Yhanks.
7:87:10 14		97:1119 14	-,
sasa 15		oz es 1/ 15	P00
1.07:04 1.5		\$51817 16	The state of the s
rs/ar 17		p# 20:19 17	(Time noted: 5:10 0.m.)
юрн 18 14	A. 1 don't understand. 1 mean, you can	18	
ະສານ 19 	read it back, but 1 don't understand the question.	19	
:#:si 20 21	Q. Let her read it back, and we'll lake it	20	
₂₀₃₀ 21	from there,	21	· ·
	A. Okay.	22	
man 24	(Question read)	23	***************************************
07.40 24 07.40 2 5	MR. PE1×£5: I'm going to object to the	2d	
O'42 2 5	form, because I don't understand it, either.	25	
13/2011 0	COMPU-TRAN SHORTHAND REPORTING 9:31:06 AM		COMPU-TRAN SHORTHAND REPORTING
. W. ZVI U	Page 161 to 1	64 01 295	66 41 94 sheets

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CORRECTION SHEET

Re: Douglas Jendras v. AboveNet
The following corrections, additions
of deletions were noted on the transcript of
the testimony which I gave in the abovecaptioned matter, held on April 2, 2012.

22 Subscribed and sworn to before me 23 this__day of_____ 2012.

COMPU-TRAN SHORTHAND REPORTING

1/13/20 Y2 09:11:06 AM

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\$18,09d pt - 59:2 t \$12,880 pt - 43:20, 44:t6 \$14,895 pt - 49: t3 \$18,865 pt - 55:4 \$236,750 pt - 49: t4 \$248,250 pt - 49: t4 \$256 pt - 236:5 \$290,000 pt - t66: t4 \$295,800 pt - t66: t4 \$38,d00 pt - 235: t9 \$5.00 pt - 81: t7, 86:7.

103 |9; - 1 t; 25, 29; 2 t 104 |6] - 1 t; 25, 12; 2, 28; 20, 29; 1 t, y9; 12, 29; 23 106 |1) - 6; 18 107 |1] - t9; 10 186 |2] - 2 t; 15, 2 t; 16 198 |1] - 2 t; 18, 22; 25 198 |197 |1] - 2 t; 18, 22; 25 199 |1] - 2 t; 18, 22; 25 199 |1] - 2 t; 24; 3 161 |1] - t44; 7

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tB.83 µj - 105:24, 106:14, 106:22 10.7:11 - t0Y:t4 tdd (4) - t6:25, t46: t7. \$90:21, 257:t3 1004 (1) - 2:4 184 pt - 226: 17, 267:21. to60t (1) - 2:4, 4: t4 108(2) - 228:24, 268:6 t0:t5:n- t:t4 t0:49 th - 218: t1 10th p; - 276.22, 227:20, 227:25 t t ps - t:7, 47:36, 267:14 t1115/11tiff - 82:23, 88:9 ttt;21-230:19, 268:8 tt111: t66:8 118hh - 269:14 tt:12(%) - 73.9 t t:41 (2) - 73:4, t44:4 Ly 11; - 267:22, 264:23 12/3 t/2dto (): - 104 Y. 104: t4, 26Y:2 t ty3(f) - 267, t6 12; t9:25 | | t46:22 tym (6) - 54:18, 61:21. 229: tY, 230: t3, 266:22 tip: - 56:3, 104:6, t04:t3, 267:20 t 10 iff - 1 t5:5 14 () - 6 t:5, 222 t2 15,000 || + t02: t2, 2t4:4 t46(Y) - 105:25 t5(n - 28: t8, 82: t3, 125:4 t5(d (6) - 104:6, 104:t3. y87:20 15th ts: - 38: t9, 76:23. Y8:25, 87: t5, 212:8, 2 t3:12, 213 t8, 240:13 18 j3j - 83:10, 266:5, 268:9 t8/h ps/; - 82:18, 62:8 t, 63: t8, 75:2t, 95:22, 95:Y3, t02: t6, 102: t8, 168: t7, 2 t4:5, 2t4:6 ty ;1! - 267: td t7th 271 - 169:9, t70:1 t. 232; to, 233;3, 254 to.

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